



GOODRICKE GROUP LIMITED

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CIN-L01132WB1977FLC031054

GOODRICKE GROUP LIMITED

ANNUAL GENERAL MEETING

HELD ON MARCH 30, 2015 AT EASTERN ZONAL CULTURAL CENTRE, IB 201,
 SECTOR – III, SALT LAKE CITY, KOLKATA – 700 106

COMPLIANCE WITH CLAUSE 35B OF LISTING AGREEMENT

Date of Annual General Meeting :	March 30, 2015
Total Number of shareholders on record date i.e. 20.2.2015 :	14015
No of shareholders present in the meeting either in person or through proxy :	Promoter & Promoter Group : 2 Public : 359 Total : 361
No of shareholders attended the meeting through Video Conferencing :	Promoter & Promoter Group : Nil Public : Nil Total : Nil

Item No	Detail of Agenda	Resolution required	Mode of Voting	Result of voting (No of shares)	
				Favour	Against
ORDINARY RESOLUTION					
1	Adoption of Audited Financial Statement of the Company for the year ended 31 st December, 2014 together with the Reports of the Board of Directors and Auditors thereon	Ordinary	E-Voting	15986853	0
2	Declaration of Dividend	Ordinary	E-Voting	15986853	0
3	Appointment of Mr. A.K. Mathur who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	E-Voting	15986573	100
4	Appointment of M/s Love Lock Lewes, Chartered Accountants, as the statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	Ordinary	E-Voting	15986753	100
SPECIAL BUSINESS					
5	Appointment of Mr. K Sinha as an Independent Director of the Company	Special Business	E-Voting	15986573	100
6	Appointment of Mr. P K Sen as an Independent Director of the Company	Special Business	E-Voting	15986573	100
7	Appointment of Dr. S Kaul as an Independent Director of the Company	Special Business	E-Voting	15986573	100
8	Re-appointment of Mr. Arun Narain Singh as Managing Director and CEO for a period of 3 years with effect from 1 st January, 2015	Special Business	E-Voting	15986573	100
9	Ratification of remuneration of the Cost Auditors as fixed by the Board of Directors in terms of Section 148 of the Companies Act, 2013	Special Business	E-Voting	15986653	100

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No 1 : Adoption of Audited Financial Statement of the Company for the year ended 31st December, 2014 together with the Reports of the Board of Directors and Auditors thereon							
Resolution Required : Ordinary Resolution Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	NIL	0	0	0.00%	0.00%
Public- others	5608100	2853	0.05%	2853	0	100.00%	0.00%
TOTAL	21600000	15986853		15986853	0		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No 2 : Declaration of Dividend							
Resolution Required : Ordinary Resolution Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	NIL	0	0	0.00%	0.00%
Public- others	5608100	2853	0.05%	2853	0	100.00%	0.00%
TOTAL	21600000	15986853		15986853	0		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No 3 : Appointment of Mr. A.K. Mathur who retires by rotation and being eligible, offers himself for re-appointment							
Resolution Required : Ordinary Resolution Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%

Public- others	5608100	2673	0.05%	2573	100	96.26%	3.74%
TOTAL	21600000	15986673		15986573	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100

Resolution No 4 : Appointment of M/s Love Lock Lewes, Chartered Accountants, as the statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration.

Resolution Required : Ordinary Resolution Mode of Voting : E-Voting

Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%
Public- others	5608100	2853	0.05%	2753	100	96.49%	3.51%
TOTAL	21600000	15986853		15986753	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100

Resolution No. 5 : Appointment of Mr. K Sinha as an Independent Director of the Company

Resolution Required : Special Business Mode of Voting : E-Voting

Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%
Public- others	5608100	2673	0.05%	2573	100	96.26%	3.74%
TOTAL	21600000	15986673		15986573	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100

Resolution No. 6 : Appointment of Mr. P K Sen as an Independent Director of the Company

Resolution Required : Special Business Mode of Voting : E-Voting

Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%
Public- others	5608100	2673	0.05%	2573	100	96.26%	3.74%
TOTAL	21600000	15986673		15986573	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No. 7 : Appointment of Dr. S Kaul as an Independent Director of the Company							
Resolution Required : Special Business Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%
Public- others	5608100	2673	0.04%	2573	100	96.26%	3.74%
TOTAL	21600000	15986673		15986573	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No. 8 : Re-appointment of Mr. Arun Narain Singh as Managing Director and CEO for a period of 3 years with effect from 1st January, 2015							
Resolution Required : Special Business Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	0.00%	0	0	0.00%	0.00%
Public- others	5608100	2673	0.05%	2573	100	96.26%	3.74%
TOTAL	21600000	15986673		15986573	100		

Promoter / Public	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Resolution No. 9 : Ratification of of remuneration of the Cost Auditors as fixed by the Board of Directors in terms of Section 148 of the Companies Act, 2013							
Resolution Required : Special Business Mode of Voting : E-Voting							
Promoter & Promoter Group	15984000	15984000	100.00%	15984000	0	100.00%	0.00%
Public Institutional holders	7900	0	NIL	0	0	0.00%	0.00%
Public- others	5608100	2853	0.05%	2753	100	96.49%	3.51%
TOTAL	21600000	15986853		15986753	0		

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S. Bandyopadhyay
Company Secretary