



GLOSTER LIMITED

(Formerly Kettlewell Bullen & Company Limited)

21, Strand Road, Kolkata-700 001 (India)

Phone : +91 (33) 2230-9601 (4 Lines), Fax : +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web : www.glosterjute.com
CIN: L17100WB1923PLC004628

Dated: 31.08.2021

Corporate Relationship Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code – 542351

The Secretary
Listing Department
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700 001
Scrip Code 17435

**Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –
Details of Voting Results at the 99th Annual General Meeting (AGM) of Gloster Limited**

Dear Sir,

We are pleased to submit herewith the following with respect to 99th Annual General Meeting ('AGM') of the Company held on Tuesday the 31st August 2021:

1. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015
2. Scrutinizer's Report dated 31st August 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014

As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 99th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Thanking you

Yours faithfully
For Gloster Limited

Ajay Kumar Agarwal
Company Secretary

GLOSTER LIMITED

Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
9th Annual General Meeting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Date of the AGM	31-Aug-21
Total Number of Shareholders on Record Date	4806
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	NA
Public	NA
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	13
Public	30
Total	43

Agenda-wise disclosure

1	Adoption of Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, and the Reports of the Board of Directors and the Auditors' thereon - Ordinary Resolution							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?	No							
Category	No. of shares held (1)	Mode of Voting	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	3971354	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	3918551 0 N.A.	98.67040 0 N.A.	3918551 0 N.A.	0 0 N.A.	100 N.A. N.A.	0.00000 N.A. N.A.
Public-Institutional holders	825322	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	3918551 708501 0 N.A.	98.67040 85.84540 0.00000 N.A.	3918551 708501 0 N.A.	0 0 0 N.A.	100.00000 N.A. 0.00000 N.A.	0.00000 N.A. 0.00000 N.A.
Public-Non Institution holders	674954	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	708501 22016 855 N.A.	85.84540 3.26185 0.12668 N.A.	708501 22016 855 N.A.	0 0 0 N.A.	100 100.00000 100.00000 N.A.	0 0.00000 0.00000 N.A.
Total	5471630		4649923	84.98241	4649923	0	100.00000	0.00000

2	Declaration of dividend of Rs. 25/- per Equity share of Rs.10/- each for the financial year 2020-21 - Ordinary Resolution							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?	No							
Category	No. of shares held (1)	Mode of Voting	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	3971354	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	3918551 0 N.A.	98.67040 0 N.A.	3918551 0 N.A.	0 0 N.A.	100 N.A. N.A.	0.00000 N.A. N.A.
Public-Institutional holders	825322	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	3918551 708501 0 N.A.	98.67040 85.84540 0.00000 N.A.	3918551 708501 0 N.A.	0 0 0 N.A.	100.00000 N.A. 0.00000 N.A.	0.00000 N.A. 0.00000 N.A.
Public-Non Institution holders	674954	Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total	708501 22016 855 N.A.	85.84540 3.26185 0.12668 N.A.	708501 22016 855 N.A.	0 0 0 N.A.	100 100.00000 100.00000 N.A.	0 0.00000 0.00000 N.A.
Total	5471630		4649923	84.98241	4649923	0	100.00000	0.00000

For GLOSTER LIMITED

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Manager Finance & Company Secretary

3	Re-appointment of Sri D.C. Baheti (DIN: 00040953) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution									
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?	No									
Category	No. of shares held (1)	Mode of Voting	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	3971354	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			0		N.A.	N.A.	N.A.	N.A.		
Public-Institutional holders	825322	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			708501	85.84540	708501	0	100.00000	0.00000		
Public-Non Institution holders	674954	Remote E voting E voting at AGM Postal Ballot (if applicable)	708501	85.84540	708501	0	100.00000	0.00000		
			22016	3.26185	12794	9232	58.06686	41.93314		
			855	0.12668	855	0	100.00000	0.00000		
Total	5471630		22871	3.38853	13639	9232	59.63447	40.36553		
			4649923	84.98241	4640691	9232	99.80146	0.19854		

4	Re-appointment of Sri Hemant Bangur (DIN: 00040903) as Managing director designated as Executive Chairman of the Company for a period of three years with effect from 1st April, 2021-Special Resolution									
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?	No									
Category	No. of shares held (1)	Mode of Voting	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	3971354	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			0		N.A.	N.A.	N.A.	N.A.		
Public-Institutional holders	825322	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			708501	85.84540	708501	0	100.00000	0.00000		
Public-Non Institution holders	674954	Remote E voting E voting at AGM Postal Ballot (if applicable)	708501	85.84540	708501	0	100.00000	0.00000		
			22016	3.26185	12794	9232	58.06686	41.93314		
			855	0.12668	855	0	100.00000	0.00000		
Total	5471630		22871	3.38853	13639	9232	59.63447	40.36553		
			4649923	84.98241	4640691	9232	99.80146	0.19854		

5	Ratification of Remuneration of Cost Auditors M/s. D. Radhakrishnan & Company, Cost Accountants, for the financial year 2021-2022-Ordinary Resolution									
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?	No									
Category	No. of shares held (1)	Mode of Voting	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	3971354	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			0		N.A.	N.A.	N.A.	N.A.		
Public-Institutional holders	825322	Remote E voting E voting at AGM Postal Ballot (if applicable)	3918551	98.67040	3918551	0	100.00000	0.00000		
			708501	85.84540	708501	0	100.00000	0.00000		
Public-Non Institution holders	674954	Remote E voting E voting at AGM Postal Ballot (if applicable)	708501	85.84540	708501	0	100.00000	0.00000		
			22016	3.26185	12794	9907	57.72620	42.27380		
			855	0.12668	855	0	100.00000	0.00000		
Total	5471630		22871	3.38853	13564	9907	59.30655	40.69345		
			4649923	84.98241	4640616	9907	99.79985	0.20015		

For GLOSTER LIMITED

M. Anand

Manager Finance & Company Secretary

SCRUTINIZER'S REPORT

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

Name of the Company	Gloster Limited
Meeting	99 th Annual General Meeting
Day, Date & Time	Tuesday, 31 st August, 2021 at 11 am
Deemed Venue	Registered Office situated at 21, Strand Road, Kolkata - 700 001
Mode	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

1. Appointment as Scrutinizer

I, **Sweetly Kapoor**, Practising Company Secretary (FCS-6410, COP-5738) have been appointed as the Scrutinizer for the remote e-Voting as well as e-Voting by Members during the 99th Annual General Meeting ("99th AGM") of Gloster Limited (hereinafter referred to as the Company) scheduled on Tuesday, 31st August, 2021 at 11 am held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Meeting

- 2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on Thursday, 5th August, 2021 and Monday, 9th August, 2021 in an English newspaper "The Economic Times" and in a Bengali newspaper "Ei-Samay" specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchange, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids, manner of voting through remote e-Voting or through e-Voting system at the AGM etc.
- 2.2 The Company hosted the notice of the AGM on its website, website of Central Depository Services (India) Limited ("CDSL") the agency providing



the platform for remote e-Voting and e-Voting at the AGM and also intimated to the Stock Exchanges on Saturday, 7th August, 2021.

- 2.3 The Company informed that on the basis of the Register of Members made available by Maheshwari Datamatics Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on Saturday, 7th August, 2021 by email to 3932 no. of members who had registered their email ids with the Company/ Depositories.

3. Cut-off date

The Voting rights were reckoned as on Tuesday, 24th August, 2021, being the Cut-off date for the purpose of deciding the entitlements of members for remote e-Voting and e-Voting at the AGM.

4. Remote e-Voting

4.1 Agency

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the platform remote e-Voting and e-Voting at the AGM.

4.2 Remote e-Voting period:

Remote e-Voting platform was open from Saturday, 28th August, 2021 (9:00 am) and ends on Monday, 30th August, 2021 (5:00 pm) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-Voting platform provided by CDSL.

- 4.3 The Corporate members had provided copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through remote e-Voting or for participating and voting in the meeting held through VC or OAVM.

5. Voting at the AGM:

- 5.1 Since this AGM was held through VC/ OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC or



OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

- 5.2 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-Voting did not vote again at the AGM e-Voting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted.
- 5.3 Accordingly, CDSL, the remote e-Voting agency provided us with the names, DP ID & Client ID/ Folios and shareholding of the members who had cast their votes through remote e-Voting.

6. Counting Process:

On completion of e-Voting at the AGM, I unblocked [EVSN: 210806008] the results of the remote e-Voting and e-Voting at the AGM by the members on 31st August, 2021 around 12:30 pm in the presence of two witnesses namely Mrs. Ekta Goswami and Md. Tausif who are not in the employment of the Company from the CDSL e-Voting platform and downloaded the results.

7. Results:

7.1 I observed that

- (a) 5 members had casted their votes through e-Voting at the AGM.
- (b) 63 members had casted their votes through remote e-Voting.

7.2 The e-Voting contains remote e-Voting and e-Voting at the AGM. Due to second wave of COVID-19 pandemic and various restrictions imposed by Government of West Bengal for social gathering the Company has conducted AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). Accordingly voting through ballot dispensed with and e-Voting at the meeting was taken. My report is a consolidated report of remote e-Voting and e-Voting at the AGM. The Consolidated Report with respect to each item on the agenda as set out in the Notice of 99th AGM dated 12th June, 2021 is as under:-



Ordinary Business**Item No. 1 – Adoption of Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, and the Reports of the Board of Directors and the Auditors' thereon - Ordinary Resolution**

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	63	4,649,068	99.9816
e-Voting at the AGM	5	855	0.0184
Total (remote e- Voting + e-Voting at the AGM)	68	4,649,923	100

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	0	0	0
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	0	0	0

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e-Voting at the AGM)	0	0



Item No. 2 – Declaration of dividend of Rs. 25/- per Equity share of Rs.10/- each for the financial year 2020-21 - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	63	4,649,068	99.9816
e-Voting at the AGM	5	855	0.0184
Total (remote e- Voting + e-Voting at the AGM)	68	4,649,923	100

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	0	0	0
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	0	0	0

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e-Voting at the AGM)	0	0



Item No. 3 – Re-appointment of Sri D.C. Baheti (DIN: 00040953) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	60	4,639,836	99.7831
e-Voting at the AGM	5	855	0.0184
Total (remote e- Voting + e-Voting at the AGM)	65	4,640,691	99.8015

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	3	9,232	0.1985
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	3	9,232	0.1985

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e-Voting at the AGM)	0	0



Special Business

Item No. 4 –Re-appointment of Sri Hemant Bangur (DIN: 00040903) as Managing director designated as Executive Chairman of the Company for a period of three years with effect from 1st April, 2021– Special Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	60	4,639,836	99.7831
e-Voting at the AGM	5	855	0.0184
Total (remote e- Voting + e-Voting at the AGM)	65	4,640,691	99.8015

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	3	9,232	0.1985
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	3	9,232	0.1985

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e-Voting at the AGM)	0	0



Item No. 5 – Ratification of Remuneration of Cost Auditors M/s. D. Radhakrishnan & Company, Cost Accountants, for the financial year 2021-2022 –Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	58	4,639,761	99.7814
e-Voting at the AGM	5	855	0.0184
Total (remote e- Voting + e-Voting at the AGM)	63	4,640,616	99.7998

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	5	9,307	0.2001
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	5	9,307	0.2001

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e-Voting at the AGM)	0	0



8. Based on the foregoing, the resolution(s) as outlined hereinabove of the Notice dated 12th June, 2021 have been passed with absolute/ requisite majority.
9. The Electronic data and all other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.
10. You may accordingly declare the result of the AGM.

Place: Kolkata
Date: 31/08/2021



Sweety Kapoor
SWEETY KAPOOR

Practising Company Secretary
FCS – 6410; COP – 5738
UDIN: **F006410C000862287**