



# GANESH BENZOPLAST LIMITED

CIN:L24200MH1986PLC039836 / PAN NO : AAACG1259J

Regd. Off. : Dina Building, 1<sup>st</sup>Floor, 53 Maharshi Karve Road, Marine Lines (E), Mumbai - 400 002.

Tel. : (91) (22) - 6140 6000 • Fax : 6140 6001 / 2839 5612

Email : compliances.gbl@gmail.com • Website : www.gblinfra.com

7<sup>th</sup> November, 2020

To,

Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sir,

**Ref: BSE CODE 500153**

**Sub: Disclosure of Voting Results of Postal Ballot in accordance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').**

This is with reference to our earlier letter dated 7<sup>th</sup> October, 2020, informing Stock Exchange on seeking shareholders' approval by way of Special Resolutions through Postal Ballot (remote e-voting only) for

- i. Acquisition of 1,50,72,600 Equity Shares of Stolt Rail Logistic Systems Limited.
- ii. Issue of Equity Shares on Preferential Allotment/Private Placement Basis.

Post-closing of voting period at 5.00 pm (IST) on 6<sup>th</sup> November, 2020, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (through remote e-voting) on 7<sup>th</sup> November, 2020.

Pursuant to Regulation 44(3) of the Listing Regulations, we would like to inform you that the aforesaid Resolutions have been passed by the Members of the Company with requisite majority. In this regard, please find enclosed the Voting results as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer's Report thereon dated 7<sup>th</sup> October, 2020.

The Results of the Postal Ballot along with the Scrutinizer's Report are being placed on the Company's website at [www.gblinfra.com](http://www.gblinfra.com).

Thanking you,

Yours Faithfully,

For Ganesh Benzoplast Ltd

  
Ekta Dhanda  
Company Secretary



**Encl: As above**

Corp. Office :- Gr. Floor, A-1/A-2 Gurudutt Co-op. Hsg. Society Ltd., J.B. Nagar, Andheri (E), Mumbai - 400 059.



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## GANESH BENZOPLAST LIMITED-DETAILS OF POSTAL BALLOT VOTING RESULTS

|                                                                                                                          |                                                          |
|--------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|
| Date of AGM/EGM/Postal Ballot Notice                                                                                     | 7 <sup>th</sup> October, 2020                            |
| Date of Declaration of Postal Ballot Results                                                                             | Saturday, 7 <sup>th</sup> November, 2020                 |
| Total No. of Shareholders as on Cutoff Date i.e Thursday, 1 <sup>st</sup> October, 2020                                  | 39,845                                                   |
| No. of shareholders present in the meeting either in person or through proxy<br>• Promoters & Promoter Group<br>• Public | Not Applicable (Resolution passed through Postal Ballot) |
| No. of shareholders attended the meeting through Video Conferencing<br>• Promoters & Promoter Group<br>• Public          | Not Applicable (Resolution passed through Postal Ballot) |
| No of Resolutions passed through Postal Ballot                                                                           | 2                                                        |

Based on the said report of the Scrutinizer, the results of the Postal Ballot are declared as hereunder:



Corp. Office :- Gr. Floor, A-1/A-2 Gurudutt Co-op. Hsg. Society Ltd., J.B. Nagar, Andheri (E), Mumbai - 400 059.

SUMMARY OF VOTING RESULTS (Remote e-voting)

Resolution Item No 1

|                                                                           |                                                                                  |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| Resolution Required-                                                      | Special                                                                          |
| Description of Resolution                                                 | Acquisition of 1,50,72,600 Equity Shares of Stolt Rail Logistic Systems Limited. |
| Whether Promoter/ Promoter Group are interested in the agenda/ resolution | Yes                                                                              |

| Category                  | Mode of Voting | 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 in against on votes Polled |
|---------------------------|----------------|--------------------|---------------------|-----------------------------------------|------------------------|---------------------|--------------------------------------|---------------------------------------|
|                           |                | (1)                | (2)                 | $(3) = ((2)/(1)) * 100$                 | (4)                    | (5)                 | $(6) = ((4)/(2)) * 100$              | $(7) = ((5)/(2)) * 100$               |
| Promoter & Promoter Group | E-voting       |                    | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | Poll           |                    | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | Postal Ballot  | 2,24,38,399        | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | <b>Total</b>   | 2,24,38,399        | <b>0</b>            | <b>0.00</b>                             | <b>0</b>               | <b>0</b>            | <b>0.00</b>                          | <b>0.00</b>                           |
| Public - Institutions     | E-voting       |                    | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | Poll           |                    | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | Postal Ballot  | 2,34,113           | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | <b>Total</b>   | 2,34,113           | <b>0</b>            | <b>0.00</b>                             | <b>0</b>               | <b>0</b>            | <b>0.00</b>                          | <b>0.00</b>                           |
| Public-Non-Institutions   | E-voting       |                    | 79,24,114           | 27.22                                   | 79,23,391              | 723                 | 99.99                                | 0.01                                  |
|                           | Poll           |                    | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | Postal Ballot  | 2,91,11,781        | 0                   | 0.00                                    | 0                      | 0                   | 0.00                                 | 0.00                                  |
|                           | <b>Total</b>   | 2,91,11,781        | <b>79,24,114</b>    | <b>27.22</b>                            | <b>79,23,391</b>       | <b>723</b>          | <b>99.99</b>                         | <b>0.01</b>                           |
| <b>TOTAL</b>              |                | <b>5,17,84,293</b> | <b>79,24,114</b>    | <b>15.30</b>                            | <b>79,23,391</b>       | <b>723</b>          | <b>99.99</b>                         | <b>0.01</b>                           |

Whether Resolution is Pass or Not



Resolution Item No 2

|                                                                           |                                                                           |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
| Resolution Required-                                                      | Special                                                                   |
| Description of Resolution                                                 | Issue of Equity Shares on Preferential Allotment/Private Placement Basis. |
| Whether Promoter/ Promoter Group are interested in the agenda/ resolution | Yes                                                                       |

| Category                          | Mode of Voting | 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 in against on votes Polled |
|-----------------------------------|----------------|--------------------|---------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|---------------------------------------|
|                                   |                | (1)                | (2)                 | (3) = ((2)/(1))*100                     | (4)                    | (5)                  | (6) = ((4)/(2))*100                  | (7) = ((5)/(2))*100                   |
| Promoter & Promoter Group         | E-voting       |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | Poll           | 2,24,38,399        | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | Postal Ballot  |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | <b>Total</b>   | 2,24,38,399        | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
| Public - Institutions             | E-voting       |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | Poll           | 2,34,113           | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | Postal Ballot  |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | <b>Total</b>   | 2,34,113           | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
| Public- Non-Institutions          | E-voting       |                    | 79,24,114           | 27.22                                   | 79,21,686              | 2428                 | 99.97                                | 0.03                                  |
|                                   | Poll           | 2,91,11,781        | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | Postal Ballot  |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                                  |
|                                   | <b>Total</b>   | 2,91,11,781        | 79,24,114           | 27.22                                   | 79,21,686              | 2428                 | 99.97                                | 0.03                                  |
| <b>TOTAL</b>                      |                | 5,17,84,293        | 79,24,114           | 15.30                                   | 79,21,686              | 2428                 | 99.97                                | 0.03                                  |
| Whether Resolution is Pass or Not |                |                    |                     |                                         |                        |                      |                                      |                                       |
| <b>YES</b>                        |                |                    |                     |                                         |                        |                      |                                      |                                       |

Yours Faithfully,  
 For Ganes Benzoplast Ltd.  
  
 Ekta Dhanda  
 Company Secretary



Encl: As above

VIJAY KUMAR MISHRA

B. Com (Hons), A C A . F.C.S

PARESH D PANDYA

B. Com., A.C.S.

**VKM & ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel : 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.com

**Form No. MGT-13  
Report of Scrutinizer(s)**

**Scrutinizer's Report (Postal Ballot)  
For GANESH BENZOPLAST LIMITED**

**To,  
Chairman,  
Ganesh Benzoplast Limited  
1st floor, Dina Building, M.K. Road,  
Marine Lines (East), Mumbai - 400002.**

**Dear Sir,**

**Subject: Scrutinizer's Report on voting through Postal Ballot (E-voting) in terms of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management & Administration) Rules, 2014.**

A. I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer pursuant to the resolution passed by the Board of Directors of Ganesh Benzoplast Limited (hereinafter referred to as "the Company") on 07<sup>th</sup> October, 2020 for the purpose of scrutinizing the the postal ballot process conducted through remote e-voting carried out in accordance with the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and the other applicable provisions of the Act and the Rules made thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No.14/2020 dated April 08, 2020, No.17/2020 dated April 13, 2020, No.22/2020 dated June 15, 2020 and No.33/2020 dated September 28, 2020 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") in respect of the special resolutions set out in the Postal Ballot Notice dated 07<sup>th</sup> October, 2020 ("Notice").



- B. Members approval was sought on the following Special Businesses:
- (a) Acquisition of 1,50,72,600 Equity Shares of Stolt Rail Logistic Systems Limited.
  - (b) Issue of Equity Shares on Preferential Allotment/Private Placement Basis.
- C. Pursuant to the provisions of the Act and MCA circulars, the Company completed dispatch of Postal Ballot Notice along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company to its members in respect of the special resolution through electronic mail to those members whose name appeared in the Register of Members as on Thursday, 01<sup>st</sup> October, 2020 ("cut-off date") and whose email addresses are registered with the Company/RTA/Depositories.
- D. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- E. The shareholders of the Company holding shares as on Thursday, 01<sup>st</sup> October, 2020 ("cut-off date") were entitled to vote on the proposed resolutions specified in the Notice.
- F. The voting period for remote e-voting commenced on Thursday, 08<sup>th</sup> October, 2020 (10.00 a.m.) and ended on Friday, 06<sup>th</sup> November, 2020 at (5.00 p.m.) and the CDSL e-voting platform was blocked thereafter.
- G. The e-voting was unblocked on 06<sup>th</sup> November, 2020 in the presence of two other people who are not in the employment of the Company and the e-voting summary statement was downloaded from e-voting website of CDSL.
- H. All the votes cast up to 5:00 p.m. on 06<sup>th</sup> November, 2020 being the last date and time fixed by the Company for said purpose was considered for scrutiny.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to postal ballot and e-voting for the resolutions contained in the notice.
- J. My responsibility as scrutinizer for the postal ballot process is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

I now submit my report as under on the result of the postal ballot in respect of said resolutions :

## Resolution Item No.1: Special Resolution

### Acquisition of 1,50,72,600 Equity Shares of Stolt Rail Logistic Systems Limited.

**(i) Voted in favour of resolution.**

| Number of Members Voted | Number of valid votes cast by them | % of the total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------------|
| 121                     | 7923391                            | 99.99%                                    |

**(i) Voted against the resolution.**

| Number of Members Voted | Number of valid votes cast by them | % of the total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------------|
| 5                       | 723                                | 0.01%                                     |

**(ii) Invalid votes.**

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------------------------------|--------------------------------------|
| Nil                                                 | N.A.                                 |



## Resolution Item No.2: Special Resolution

### Issue of Equity Shares on Preferential Allotment/Private Placement Basis.

(i) **Voted in favour of resolution.**

| Number of Members Voted | Number of valid votes cast by them | % of the total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------------|
| 119                     | 7921686                            | 99.97%                                    |

(ii) **Voted against the resolution.**

| Number of Members Voted | Number of valid votes cast by them | % of the total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------------|
| 7                       | 2428                               | 0.03%                                     |

(iii) **Invalid votes.**

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------------------------------|--------------------------------------|
| Nil                                                 | N.A.                                 |



J. Based on the above remote e-voting, I confirm that Resolution 1 and Resolution 2 have been passed with majority of votes.

For VKM & ASSOCIATES  
Company Secretaries



*Vijay Kumar Mishra*

(Vijay Kumar Mishra)  
Partner  
C.P.No.4279

**UDIN No. : F005023B001182848**

**Place : Mumbai**

**Date : 07/11/2020**