

# Goa Carbon Limited



Registered & Corporate Office:

Dempo House, Campal, Panjim - Goa - 403 001., INDIA.  
Tel.: +91 (0832) 2441300 Fax: +91 (0832) 2427192  
E-mail: goacarbon@gmail.com Website: www.goacarbon.com  
Corporate Identity Number : L23109GA1967PLC000076



COMPANY'S SCRIP CODE / SYMBOL: 509567 / GOACARBON ISIN: INE426D01013

Ref. No.: 2020/IX/272

September 24, 2020

The General Manager Department of Corporate Services <b>BSE Limited</b> , ..... Thru' Listing Centre 25 <sup>th</sup> Floor, P. J. Towers, Dalal Street, Mumbai 400001	The Listing Department <b>National Stock Exchange of India Ltd.</b> , ..... Thru' <b>NEAPS</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051
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Dear Sir(s),

Sub: **Summary of Proceedings and Voting Results of the 52<sup>nd</sup> Annual General Meeting (AGM) of Goa Carbon Limited ("the company") held on September 23, 2020.**

In terms of the General Circular No.14/2020 dated 8<sup>th</sup> April 2020, General Circular No.17/2020 dated 13<sup>th</sup> April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 ("the Act") and the rules made thereunder on account of the threat posed by COVID-19" and General Circular No.20/2020 dated 5<sup>th</sup> May 2020, in relation to "Clarification on holding of AGM through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ('Listing Regulations') – COVID-19 pandemic ('SEBI Circular') and in compliance with applicable provisions of the Act, and the Listing Regulations, the 52<sup>nd</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 23<sup>rd</sup> September 2020 at 3.30 p.m. through VC/OAVM to transact the business as stated in the Notice dated 30<sup>th</sup> June 2020, convening the AGM. We would like to inform that all the items of business contained in the said AGM Notice were transacted and passed by the Members with requisite majority. The Company also facilitated the live webcast of the proceedings.

In this regard, please find enclosed the following:

- i) Summary of the proceedings of the AGM of the Company as required under Regulation 30 and part A of Schedule III of the Listing Regulations - **Annexure A.**
- ii) Consolidated voting results of remote e-voting which commenced on 20<sup>th</sup> September 2020 at 10.00 a.m. and ended on 22<sup>nd</sup> September 2020 at 5.00 p.m. and e-voting conducted during the AGM of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure B.**

## Plants :

**GOA** : Tel.: 0832-2860363 to 68, 2860336, 2861052  
Fax: 2860364 E-mail: head\_works@goacarbon.com  
**PARADEEP** : Tel: 07894462761, 09238110372  
E-mail: pcvpster@gmail.com  
**BILASPUR** : Tel.: +91 (07752) 261220, 650720  
Fax: +91 (07752) 261115 E-mail bsp@goacarbon.com



- iii) The Scrutinizer's Report dated 24<sup>th</sup> September 2020, pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 – Annexure C.

The meeting concluded at 4.08 p.m. (IST).

The Consolidated voting results alongwith the Scrutinizer's Report is available on the Company's website at [www.goacarbon.com](http://www.goacarbon.com) and on the website of Link Intime India Pvt. Ltd. <https://instavote.linkintime.co.in> and the same is being forwarded herewith to the BSE Ltd and The National Stock Exchange of India Limited.

This is for your information and records.

Yours faithfully,  
For Goa Carbon Limited



Pravin Satardekar  
Company Secretary

ACS 24380

Encl.: As above



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Annexure A

## Summary of the proceedings of the 52<sup>nd</sup> Annual General Meeting

The 52<sup>nd</sup> Annual General Meeting ("AGM") of the Members of Goa Carbon Limited ("the Company") was held on Wednesday, September 23, 2020 at 3.30 p.m. (IST) through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars and Exchange Board of India (SEBI) Circulars, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

Mr. Pravin Satardekar, Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC. He informed the members that the proceedings of the meeting have been video recorded and live streaming was webcast on Link Intime India Pvt. Ltd. website.

Mr. Shrinivas. Dempo, Chairman chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting in order. The Chairman welcomed all the Directors and introduced them to the Members. He then introduced the Chief Financial Officer and Company Secretary present on the VC. The Company's Statutory Auditors, Internal Auditors and Secretarial Auditors had also joined the proceedings of the meeting.

The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode. Since there was no physical attendance of the Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of Corporate Shareholders.

The Chairman thereafter delivered his opening remarks covering the macro-economic environment and industry, Company's performance, opportunities and challenges, strategic directions and future outlook. He acknowledged the contribution of the employees and thanked all the stakeholders of the Company including Governments and Board Members.

With the deemed consent of the Members, the Notice of the Meeting and Auditors' Report were taken as read. The Company Secretary informed the Members that the Statutory Auditors' Report and Secretarial Audit Report did not contain any qualifications, other reservations or adverse remarks.

The Company Secretary also requested the Members who were present at the AGM but had not cast their votes prior to the remote e-voting, to cast their vote during the AGM and also explained the process of e-voting on the resolutions during the meeting through the Link Intime India Pvt. Ltd. (LIPL) instaVote website. He further informed that CS Sadashiv V. Shet, Practicing Company Secretary (Membership No.FCS 2477) was the scrutinizer appointed by the Board to scrutinize the remote e-voting process prior to the AGM and during AGM in a fair and transparent manner.

*Chand*

### Plants :

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In terms of the Notice dated June 30, 2020 convening the 52<sup>nd</sup> AGM of the Company, the following items of business were transacted at the Meeting:

Item No.	Details of the Agenda Items	Resolution required
1.	Ordinary Resolution for adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31 <sup>st</sup> March 2020.	Ordinary
2	Ordinary Resolution for re-appointment of Mr. Rajesh Dempo (DIN: 05143106) as Director, who retires by rotation.	Ordinary
3	Special Resolution for re-appointment of Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.	Special

The Chairman then invited the Members to express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. After the Members spoke the Chairman responded to all their queries.

The Chairman thanked the Members for attending and participating in the Meeting and requested the Members to continue e-voting for next 15 minutes. The Chairman authorized the Company Secretary to carry out the voting process and declare the voting results of the consolidated voting. The Chairman thanked the Members for their continuing support and for attending and participating in the meeting.

The Company Secretary informed the Members that the consolidated voting results along with the scrutinizer's report will be disseminated through the stock exchanges and also placed on the websites of the Company i.e., [www.goacarbon.com](http://www.goacarbon.com) and on the website of Link Intime India Pvt. Ltd. <https://instavote.linkintime.co.in>. within 48 hours from the conclusion of the Meeting.

The Meeting concluded at 4.08 p.m.

The Scrutinizer's Report was received after the conclusion of the Meeting on 24<sup>th</sup> September 2020 and as set out therein all the said resolutions were declared passed with requisite majority.

Yours faithfully,  
For Goa Carbon Limited



Pravin Satardekar  
Company Secretary

ACS 24380

# Goa Carbon Limited



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Annexure B

## 52<sup>nd</sup> Annual General Meeting Voting Results

Date of Annual General Meeting	September 23, 2020
Total number of shareholders on off cut-off date (September 16, 2020)	Ordinary Shareholders : 29,948
	Total : 29,948
No. of shareholders present in the Meeting either in person or through Proxy	
Promoters and Promoter Group:	No arrangement for physical meeting or appointment of proxy was made as the meeting was held through VC/OAVM
Public :	
No. of shareholders attended the Meeting through Video Conferencing	
Promoters and Promoter Group:	5
Public	41

For Goa Carbon Limited

Pravin Satardekar  
Company Secretary

ACS 24380

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## Goa Carbon Limited

Resolution Required : (Ordinary)

1 - For adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March 2020

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5464989	5464989	100.0000	5464989	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5464989</b>	<b>100.0000</b>	<b>5464989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3685213	1984	0.0538	1984	0	100.0000	0.0000
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1989</b>	<b>0.0539</b>	<b>1989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>9151052</b>	<b>5466978</b>	<b>59.7415</b>	<b>5466978</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## Goa Carbon Limited

Resolution Required : (Ordinary)

2 - For re-appointment of Mr. Rajesh Dempo (DIN: 05143106) as Director, who retires by rotation

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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 against on votes polled
Promoter and Promoter Group	E-Voting	5464989	5464989	100.0000	5464989	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5464989</b>	<b>100.0000</b>	<b>5464989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3685213	1984	0.0538	1984	0	100.0000	0.0000
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1989</b>	<b>0.0539</b>	<b>1989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>9151052</b>	<b>5466978</b>	<b>59.7415</b>	<b>5466978</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## Goa Carbon Limited

Resolution Required : (Special)

3 - For re-appointment of Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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 against on votes polled
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	5464989	5464989	100.0000	5464989	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5464989</b>	<b>100.0000</b>	<b>5464989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3685213	1984	0.0538	1984	0	100.0000	0.0000
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1989</b>	<b>0.0539</b>	<b>1989</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>9151052</b>	<b>5466978</b>	<b>59.7415</b>	<b>5466978</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





*Sadashiv V. Shet*

B.A., B.Com, LL.B, F.C.S.  
**Company Secretary**

Address : S-15, Jairam Complex, Nevginagar, Panaji-Goa 403001  
Phone : 0832-2427847, 2421237 Email : sadashivshet@gmail.com

**Consolidated Report of Scrutinizer**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman, 52<sup>nd</sup> Annual General Meeting of the Equity Shareholders of GOA CARBON LIMITED  
(Regd. Office: Dempo House, Campal, Panaji Goa)

Held on Wednesday, 23<sup>rd</sup> September 2020 at 3.30 p.m. (IST)  
through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, Sadashiv V Shet, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of Goa Carbon Limited CIN: L23109GA1967PLC000076, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote e-voting process in respect of the below mentioned resolutions proposed at the 52nd Annual General Meeting (AGM) of the Equity Shareholders on Wednesday, the 23<sup>rd</sup> September 2020 at 3.30p.m. (IST) through VC / OAVM.

I was also appointed to scrutinize the e-voting process during the said AGM.


The Company had extended the facility of e-voting to the shareholders by tying up with the **Link Intime India Pvt. Ltd. (InstaVote')** e-voting facility.


The remote e-voting remained open for the period commencing from Sunday 20<sup>th</sup> September, 2020 from 10.00 a.m.(IST) to Tuesday, 22<sup>nd</sup> September, 2020, 05:00 p.m.(IST)

The Remote e-voting was also made available to the members during the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020.

After the conclusion of the AGM, using the scrutinizer's login on the InstaVote e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:

  
SUSHMA BANDEKER

  
EDLAN FERNANDES

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM based on the data downloaded from the InstaVote e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

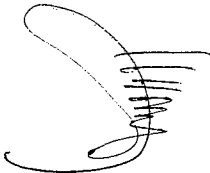

My responsibility as scrutinizer for the remote e-voting and the e-voting done during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and the e-voting during the AGM in respect of the said resolutions.

## **ORDINARY BUSINESS**

### **Item No. 1: 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 the Board of Directors and the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
48	5466978	100%

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Nil	0	0%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 2: Ordinary Resolution**

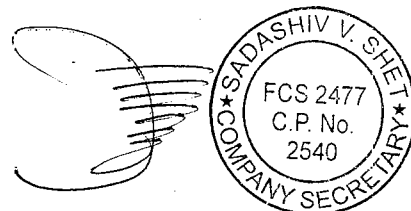
Re-appointment of Mr. Rajesh Dempc (DIN: 05143106) as Director, who retires by rotation as Director.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
48	5466978	100%

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Nil	0	0%



(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**SPECIAL BUSINESS**

**Item No. 3: Special Resolution**

For re-appointment of Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
48	5466978	100%



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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Nil	0	0%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

I report that all the resolutions have been passed by the Shareholders by the requisite majority.

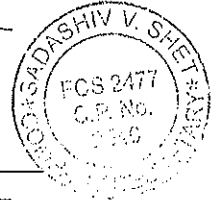

  


The data and all other relevant records relating to e-voting were handed over to the Company Secretary for safe keeping.

You may accordingly declare the result of the voting.

Thanking you,

yours faithfully,




**SADASHIV V SHET**  
Practicing Company Secretary  
M. No. 2477  
CP No. 2540

**UDIN: F002477B000761851**

**Place: Panaji -Goa**

**Date: 24/09/2020**

**Received the Report together with other data / records.**

  
P.S. **Shri. Shrinivas V Dempo**  
**DIN NO. 00043413**  
**Chairman of the Meeting**