

Report of Scrutinizer

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

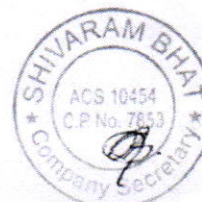
Chairman, Annual General Meeting of the Equity Shareholders
of GKB Ophthalmics Limited

Held on Saturday, 23rd day of September, 2017 at 11:00 A.M.
at 16-A, Tivim Industrial Estate, Mapusa - Goa, 403526.

Dear Sir,

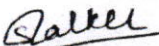
I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Thirty Fifth Annual General Meeting of the Equity Shareholders of GKB Ophthalmics Limited, held on Saturday, 23rd day of September, 2017 at 11:00 A.M. at 16-A, Tivim Industrial Estate, Mapusa, Goa-403526, submit my report as under:

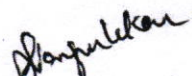
1. The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services Limited ('CDSL') e-voting facility.



Shivaram Bhat
Company Secretary

2. The e-voting remained open for the period commencing from Wednesday, 20th September, 2017, 09:00 A.M. to Friday, 22nd September, 2017, 05:00 P.M.
3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
5. Thereafter, using the scrutinizer's login on the CDSL e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:


Siddhi Salkar


Shruti Vengurlekar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. I did not find any poll papers invalid.
8. The result of the voting is as under:



Shivaram Bhat
Company Secretary

Item No. 1(a)

Consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017, together with the Reports of the Directors and 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
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
22	0	2012925	0	99.9990

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.0010

(iii) Invalid votes :

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



Shivaram Bhat
Company Secretary

Item No. 1(b)

Consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017, together with the Auditors Report thereon.

(iv) Voted in favour of the resolution:

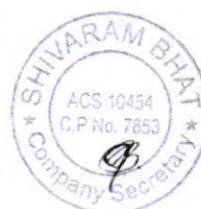
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
22	0	2012925	0	99.9990

(v) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.0010

(vi) Invalid votes :

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



Shivaram Bhat
Company Secretary

Item No. 2

Re-appointment of Mr.Gaurav Gupta, (DIN: 00051974) who retires by rotation.

(i) Voted in favour of the resolution:

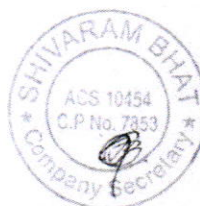
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
20	0	1654959	0	99.9990

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.0010

(iii) Invalid votes :

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



Shivaram Bhat
Company Secretary

Item No. 3

Appointment of M/s. Sharp & Tannan, Chartered Accountants, as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
22	0	2012925	0	99.9990

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.0010

(iii) Invalid votes :

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



Shivaram Bhat
Company Secretary

9. A list of equity shareholders (in electronic format) who voted "FOR", "AGAINST" for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
11. You may accordingly declare the result of the voting.

Thanking you,

Place: Mapusa, Goa.

Dated: September 23, 2017



Yours faithfully,

Shivaram Bhat
Practising Company Secretary
CP No. 7853

Received
25/09/2017

