



GKB Ophthalmics Ltd.

16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA)
CIN.: L26109GA1981PLC000469

Tel. : (91 832) 2257253 / 6714444

Fax : (91 832) 2257044

E-mail : gkbophthalmics@gkb.net

Website : www.gkb.net

GKB /STK-EXCH
September 30, 2022

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

Dear Sir,

Ref : Script Code No. : 533212

Sub: Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report :- Voting results of the AGM

The 40th Annual General Meeting of the Company was held on September 29, 2022, at 11:00 A.M., through Video Conferencing / Other Audio Visual Means.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following :-

1. Consolidated Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I.
2. Scrutinizers' Report pursuant to Section 108 of the Companies Act, 2013, as Annexure II.

All the resolutions were passed with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For GKB Ophthalmics Ltd.,

Pooja Bicholkar
Company Secretary





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Annexure - I

Date of AGM	September 29, 2022
Total number of shareholders on record date / cut-off date	1439
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing	30
Promoters and Promoter Group	4
Public	26




Agenda –wise disclosure –
Resolution No. 1
Adoption of Standalone Financial Statements.

Resolution required : (Ordinary /Special)	Ordinary
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	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	15,06,805	50.0701	15,06,805	0	100	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)							
	Total		30,09,390	15,06,805	50.0701	15,06,805	0	100
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total		1,00,000	-	-	-	-	-
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	39,687	1	99.9975	0.0025
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total		19,31,190	39,688	2.0551	39,687	1	99.9975
Total		50,40,580	15,46,493	30.6809	15,46,492	1	99.9999	0.0001





Resolution No. 2

Adoption of Consolidated Financial Statements.

Resolution required : (Ordinary /Special)	Ordinary
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	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	15,06,805	50.0701	15,06,805	0	100	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)							
	Total		30,09,390	15,06,805	50.0701	15,06,805	0	100
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total		1,00,000	-	-	-	-	-
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	39,687	1	99.9975	0.0025
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total		19,31,190	39,688	2.0551	39,687	1	99.9975
Total		50,40,580	15,46,493	30.6809	15,46,492	1	99.9999	0.0001



**Resolution No. 3.****Re-appointment of Mr. Subhash Redkar (DIN:08515642) who retires by rotation and being eligible, offers himself for re-appointment.**

Resolution required : (Ordinary /Special)	Ordinary
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	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	15,06,805	50.0701	15,06,805	0	100	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)							
	Total							
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	39,687	1	99.9975	0.0025
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Total		50,40,580	15,46,493	30.6809	15,46,492	1	99.9999	0.0001



**Resolution No. 4.****Re-appointment of Mr. Subhash Redkar (DIN:08515642) as Whole Time Director of the Company.**

Resolution required : (Ordinary /Special)	Special
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	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	15,06,805	50.0701	15,06,805	0	100	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)		Not Applicable					
	Total		15,06,805	50.0701	15,06,805	0	100	0
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)		Not Applicable					
	Total		-	-	-	-	-	-
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	27,647	12,041	69.6609	30.3391
	Poll		Not Applicable					
	Postal Ballot (if applicable)		Not Applicable					
	Total		39,688	2.0551	27,647	12,041	69.6609	30.3391
Total		50,40,580	15,46,493	30.6809	15,34,452	12,041	99.2214	0.7786



**Resolution No. 5.****Approval of Material Related Party Transaction of the Company with its Related Parties for F.Y. 2023-24.**

Resolution required : (Ordinary /Special)	Ordinary
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 against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	0	0	0	0	0	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)							
	Total							
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	39,687	1	99.9975	0.0025
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Total		50,40,580	39,688	2.0551	39,687	1	99.9975	0.0025



**Resolution No. 6.****Approval of Material Related Party Transaction of the Company's Subsidiaries with their Related Parties for F.Y. 2023-24.**

Resolution required : (Ordinary /Special)	Ordinary
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 against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoters and Promoter Group	E- voting	30,09,390	0	0	0	0	0	0
	Poll		Not Applicable					
	Postal Ballot(if applicable)							
	Total							
Public - Institutions	E- voting	1,00,000	-	-	-	-	-	-
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Public – Non Institutions	E- voting	19,31,190	39,688	2.0551	39,687	1	99.9975	0.0025
	Poll		Not Applicable					
	Postal Ballot (if applicable)							
	Total							
Total		50,40,580	39,688	2.0551	39,687	1	99.9975	0.0025



Shivaram Bhat
Company Secretary

309, Gera Imperium 1, Patto, Panaji, Goa 403001

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,
The Chairman,
Annual General Meeting of the Equity Shareholders
of GKB Ophthalmics Limited
(Regd. Office: 16-A, Tivim Industrial Estate, Mapusa, Goa - 403526)

Held on Thursday, 29th day of September, 2022 at 11:00 a.m. IST,
through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Shivaram Bhat, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of GKB Ophthalmics Limited (CIN: L26109GA1981PLC000469), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 40th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Thursday, 29th day of September, 2022 at 11:00 a.m. IST, through VC / OAVM.

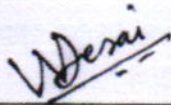
I have also been appointed to scrutinize the e-voting process held at the said AGM.



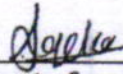
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1. I submit my report as under:

- a) The Company has informed me that on September 7, 2022 it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on August 26, 2022, the cut-off date fixed for the purpose.
- b) The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited ('CDSL') e-voting facility.
- c) The remote e-voting remained open for the period commencing from Monday, September 26, 2022, 9:00 a.m. to Wednesday, September 28, 2022, 05:00 p.m.
- d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 as amended from time to time.
- e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL 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:



Vivek Naik Desai



Namrata Sagvekar

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as provided by the Registrar and Share Transfer Agents of the Company namely Link Intime India Private Limited.



- g) 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 at the AGM on the resolutions contained in the notice of the AGM.
- h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the resolutions considered.

Item No. 1

Adoption of Standalone Financial Statements - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
25	15,46,492	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	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

Adoption of Consolidated Financial Statements - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
25	15,46,492	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

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



Item No. 3

Re-appointment of Mr. Subhash Redkar (DIN:08515642) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
25	15,46,492	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

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



Item No. 4

Re-appointment of Mr. Subhash Redkar (DIN:08515642) as Whole Time Director of the Company - Special Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
24	15,34,452	99.2214

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	12,041	0.7786

(iii) Invalid votes:

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



Item No. 5

Approval of Material Related Party Transaction of the Company with its Related Parties for F.Y. 2023-24 - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
21	39,687	99.9975

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0.0025

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	15,06,805



Item No. 6

Approval of Material Related Party Transactions of the Company's Subsidiaries with their related parties for F.Y.2023-24 - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
21	39,687	99.9975

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0.0025

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	15,06,805



Shivaram Bhat
Company Secretary

The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.



Place: Panaji, Goa.

Date : 30/09/2022

Thanking you,
Yours faithfully,

A handwritten signature in blue ink, appearing to be "Shivaram Bhat", written over a horizontal line.

Shivaram Bhat
Practicing Company Secretary
ACS10454 CP 7853

UDIN: A010454D001087981



A handwritten signature in blue ink, appearing to be "S. Bhat", written over a horizontal line.

Chairman/ Director/ Company Secretary