

**FORM CAA 4**

{Pursuant to Rule 13(2) and rule 14}

**COMPANY APPLICATION No. CA (CAA) NO. 54/BB/2017 OF 2017**

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, BENGALURU**

**BENCH, AT BENGALURU**

**IN THE MATTER OF THE COMPANIES ACT, 2013**

**AND**

**IN THE MATTER OF SECTIONS 230 TO 232 OF THE COMPANIES ACT, 2013**

**AND**

**IN THE MATTER OF**

**DEEJAY TRADING PRIVATE LIMITED**

**(CIN: U17111KA2003PTC031614)...APPLICANT NO.1 / TRANSFEROR**

**COMPANY NO. 1**

**AND**

**GLAMOURWEAR APPARELS PRIVATE LIMITED**

**(CIN: U18101KA2004PTC034154)..APPLICANT NO.2 / TRANSFEROR**

**COMPANY NO. 2**

**AND**

**MADHIN TRADING PRIVATE LIMITED**

**(CIN: U17111KA2003PTC031643)..APPLICANT NO.3 / TRANSFEROR**

**COMPANY NO. 3)**

**AND**

**MAGENTA TRADING PRIVATE LIMITED**

**(CIN: U17111KA2003PTC031645).. APPLICANT NO.4 / TRANSFEROR**

**COMPANY NO. 4**

*P. K. K. K.*

AND

**RAFTER TRADING PRIVATE LIMITED**

**(CIN: U17111KA2003PTC031681).. APPLICANT NO.5 / TRANSFEROR  
COMPANY NO. 5**

AND

**RAJDIN APPARELS PRIVATE LIMITED**

**(CIN: U18101KA2004PTC033904)..APPLICANT NO.6 / TRANSFEROR  
COMPANY NO. 6**

AND

**REFLEXION TRADING PRIVATE LIMITED**

**(CIN: U17111KA2003PTC031680).. APPLICANT NO.7 / TRANSFEROR  
COMPANY NO. 7**

AND

**RISHIKESH APPARELS PRIVATE LIMITED**

**(CIN: U18101KA2004PTC033760).. APPLICANT NO.8 / TRANSFEROR  
COMPANY NO. 8**

AND

**SEVEN HILLS CLOTHING PRIVATE LIMITED**

**(CIN: U18101KA2004PTC034162).. APPLICANT NO.9 / TRANSFEROR  
COMPANY NO. 9**

**(COLLECTIVELY REFERRED TO AS APPLICANTS/ "TRANSFEROR  
COMPANIES")**

WITH

**GOKALDAS EXPORTS LIMITED**

**(CIN: L18101KA2004PLC033475).. APPLICANT NO. 10 / TRANSFEREE  
COMPANY)**

*P. K. K. K.*

COMPANY APPLICATION No. CA (CAA) NO. 54/BB/2017OF 2017

**REPORT OF RESULT OF NCLT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF GOKALDAS EXPORTS LIMITED ("APPLICANT COMPANY NO. 10/ TRANSFEREE COMPANY) PURSUANT TO RULE 14 OF THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016 BY MR. P. RAMABABU, CHAIRPERSON**

I, P. Ramababu, Chairperson appointed by this Hon'ble Tribunal to act as Chairperson of the meeting of equity shareholders of Gokaldas Exports Limited ( Applicant Company No. 10/Transferee Company) summoned by notice served individually upon them and by Advertisement dated the 26<sup>th</sup> day of October, 2017 and held on Monday, the 27<sup>th</sup> day of November, 2017 at 2.30 P.M. at J.N. Tata Auditorium, National Science Symposium Complex, Near Indian Institute of Science, Sir C.V. Raman Avenue, Malleswaram 18<sup>th</sup> Cross, Bengaluru 5600 012 do hereby report to this Hon'ble Tribunal as follows:

The said meeting was attended by 73 members in person and 2 persons by proxy of the said company entitled together to total number of 80,139 Equity shares.

The Scheme of Compromise/Arrangement/Amalgamation was read out to the meeting and explained by me and Mr. A. Sathyamurthy, CFO of the Transferee Company and the question submitted to the said meeting was whether the members of the said Transferee Company agreed to the Compromise/Arrangement/Amalgamation submitted to the meeting and agreed thereto.

*P. Ramababu*

The majority of persons representing three-fourths in value of the members are of the opinion that the Scheme of Compromise/Arrangement/Amalgamation should be approved and agreed to.

The members who attended the meeting and voted in **favour** of the proposed compromise or arrangement being adopted and carried into effect has been attached herewith as **Annexure A** to this report.

The no. of members who attended the meeting and voted **against** the proposed compromise or arrangement being adopted and carried into effect was **NIL**.

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and as per directions issued by the Hon'ble NCLT, the Company had provided the facility of Remote E voting / voting by way of Postal Ballot besides voting by way of poll at the NCLT Convened Meeting.

Mr. Nagendra D Rao, the Scrutinizer appointed by this Hon'ble Tribunal provided a Consolidated Report dated November 28, 2017 on the results of Voting by way of Postal Ballot, Remote E-voting and voting by Poll at the said NCLT convened meeting.

Based on the Scrutinizer's Report, I report the result of voting as follows:

*P. Ramabhe*

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Sl. No.	Particulars	Total no of valid votes		Total no of votes cast in favour of the Resolution			
		Members	No. of votes	Members	% of No. of members in favour	No. of votes	% of no. of votes in favour
1	Voting by Postal Ballot	48	23,142	46	95.83%	23,071	99.69%
2	Voting by Remote E-Voting	23	6,941	23	100%	6,941	100%
3	Voting by Poll at the meeting	49	79,304	49	100%	79,504	100%

*P. Ravathe.*

**VOTES CAST AGAINST THE RESOLUTION**

Sl. No.	Particulars	Total no of valid votes		Total no. of votes cast against the Resolution			
		Members	No. of votes	Members	% of No. of members in favour	No. of votes	% of no. of votes against the Resolution
1	Voting by Postal Ballot	48	23,142	2	4.17%	71	0.31%
2	Voting by Remote E-Voting	23	6,941	0	0	0	0
3	Voting by Poll at the meeting	49	79,304	0	0	0	0

Dated this 29<sup>th</sup> day of November, 2017

*P. Ramababu*

**For Gokaldas Exports Limited**

*P. Ramababu*

**P Ramababu**

**Chairman of the Meeting.**