



Nagendra D. Rao, B.Com., LL.B., F.C.S.

Practising Company Secretary

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Report of Scrutinizer

To,

Mr. P. Ramababu,

Chairman appointed by the Hon'ble National Company Law Tribunal, Bengaluru Bench (NCLT), for the Meeting of the Secured Creditors of Gokaldas Exports Limited pursuant to Company Application CA(CAA) NO. 54/BB/17.

Sir,

Sub: Scrutinizer's Report on Meeting of Secured Creditors convened by the NCLT (hereinafter referred as to "Meeting").

I, Nagendra D. Rao, Practising Company Secretary, has been appointed by the Hon'ble National Company Law Tribunal, Bengaluru Bench (NCLT), by its order dated 25th September, 2017 as "the Scrutinizer" for the purpose of scrutinizing the meeting of Secured Creditors.

As per the order of the Hon'ble NCLT, the meeting has been held on Thursday, the 23rd day of November, 2017 at 2.30 p.m at 16/2, Residency Road, Bengaluru - 560 025, pursuant to the provisions of the Companies Act, 2013 read with applicable rules made there under, on the resolution seeking approval of the Secured Creditors to the Scheme of Amalgamation of Deejay Trading Private Limited, Glamourwear Apparels Private Limited, Madhin Trading Private Limited, Magenta Trading Private Limited, Rafter Trading Private Limited, Rajdin Apparels Private Limited, Reflexion Trading Private Limited, Rishikesh Apparels Private Limited, Seven Hills Clothing Private Limited with Gokaldas Exports Limited and their respective shareholders and Creditors ("the Scheme"), in terms of Notice dated October 18, 2017 convening the said meeting.

I hereby submit my report as under:

1. As informed by the management, there are two secured creditors namely, Corporation Bank and Canara Bank and hence these Secured Creditors were entitled to vote through person/ postal ballots/e-voting/proxy/authorised representative at the venue of the meeting on the resolution seeking their approval.
2. The Company had completed the dispatch of the Notice of the meeting along with the relevant annexure referred thereto, proxy form, attendance slips etc to the Secured Creditors of the company by 19th October, 2017 and has also published an advertisement in this regard, in English Language in Financial Express Newspaper and in Kannada language in Prajavani Newspaper on 20th October, 2017.



(ii) Voted against the Resolution:

Number of Secured Creditors present and voting (in person or by proxy or by Authorised Representative)	Number of Votes Cast by them	Value of Votes (in terms of amount outstanding cast by them) [In Rs.]	% of Value of votes cast
Nil			

(iii) Invalid / Defective Votes:

Total Number of Secured Creditors (in person or by proxy or by Authorised Representative of the Body Corporate) whose votes were declared invalid	Total number of Votes Cast by them
NIL	

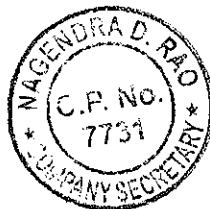
7. The list of Secured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution through Show of Hands at the venue of the NCLT convened meeting are annexed herewith.

8. The Attendance Slip and all other relevant records are handed over to the Company Secretary of the company authorized by the Board for safe keeping.

9. The Management of the Company is responsible for ensuring compliance with the requirement of the Companies Act, 2013 and Rules made there under, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting on the resolution contained in the Notice dated October 18, 2017 of the meeting.

Thanking you,

Yours faithfully,



Nagendra D. Rao
Practising Company Secretary

Place: Bengaluru

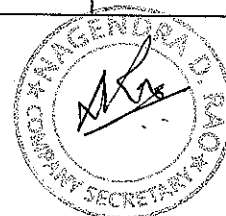
Dated: November 23, 2017

Annexure – 1

LIST OF SECURED CREDITORS WHO VOTED "FOR", "AGAINST" AND THOSE WHOSE VOTES WERE DECLARED INVALID FOR THE RESOLUTION THROUGH SHOW OF HANDS.

A. VOTED FOR THE RESOLUTION:

Sr. No	Name of the Secured Creditors	Address	Value of Votes (in terms of amount outstanding cast by them) [In Rs.]	Number of Votes	Percentage of Value of Votes to the total outstanding amount as on 19th October, 2017.
1	Canara Bank, represented by Mrs. Swapnasree Sengupta, Manager	Avenue Road, Bangalore – 560 002	2,396,581,550.00	2,396,581,550.00	75.14%
2	Corporation Bank represented by Mr. B.P.Das, Asst. General Manager	# 30, 1 st Floor, 2 nd Cross, Rallaram Memorial Building, CSI Compound, Mission Road, Bangalore – 560 027.	792,712,493.53	79,27,12,493.53	24.86%
Total			3,189,294,043.53	3,189,294,043.53	100%



B. AGAINST THE RESOLUTION:

Sr. No.	Name of the Secured Creditors	Address	Value of Votes terms of amount outstanding cast by them) [In Rs.]	of (in of	Number of Votes	Percentage of Value of Votes to the total outstanding amount as on 19th October, 2017.
Nil						

C. VOTES WHICH WERE DECLARED INVALID:

Sr. No.	Name of the Secured Creditors	Address	Value of Votes terms of amount outstanding cast by them) [In Rs.]	of (in of	Number of Votes	Percentage of Value of Votes to the total outstanding amount as on 19th October, 2017.
Nil						

