

FORM No. MGT-13 + E-Voting Report

Consolidated Report of Scrutinizer(s)

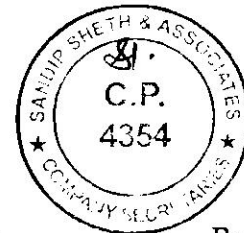
[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 & Rule 20 of Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
Gujarat Mineral Development Corporation Limited (CIN: L14100GJ1963SGC001206)
"Khanij Bhavan", 132 Ft. Ring Road,
Near University Ground, Vastrapur,
Ahmedabad - 380052

52nd (Fifty Second) Annual General Meeting of the Equity Shareholders of Gujarat Mineral Development Corporation Limited held on 29th September, 2015 at 11.00 a.m. at the Registered Office of the Company situated at the "Khanij Bhavan", 132 Ft. Ring Road, Near University Ground, Vastrapur, Ahmedabad - 380052.

Dear Sir,

1. We, Sandip Sheth & Associates, Practicing Company Secretaries, have been appointed by the Board of Directors of the Gujarat Mineral Development Corporation Limited, as Scrutinizer(s) pursuant to provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Companies (Management and Administration) Amendment Rules, 2015 and clause 35B of the Listing Agreement, for the purpose of scrutinizing the voting by poll & Remote E-voting taken on the below mentioned resolution(s), at the 52nd (Fifty Second) Annual General Meeting of the Equity Shareholders of Gujarat Mineral Development Corporation Limited, held on 29th September, 2015 at 11.00 a.m. at the Registered Office of the Company situated at the "Khanij Bhavan", 132 Ft. Ring Road, Near University Ground, Vastrapur, Ahmedabad - 380052.
2. The management of the Company is responsible to ensure the compliances with the requirements of the provisions of the Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice of the 52nd (Fifty Second) Annual General Meeting of the members of the Company.



Our responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the scrutiny of the polling papers circulated at the Annual General Meeting and on the basis of the reports generated from the E-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide E-voting facility, appointed by the Company.

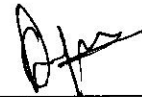
3. Further to the above, We submit our consolidated report as under:

A. Relating to Remote E-Voting:

- a) The remote e-voting period remained open from Friday, 25th September, 2015 (9.00 a.m.) to Monday, 28th September, 2015 (5.00 p.m.).
- b) The members of the Company as on "cut-off" date i.e. 22nd September, 2015 were entitled to vote on the resolutions stated in the Notice of the 52nd (Fifty Second) Annual General Meeting
- c) The Votes casted were subsequently unblocked by us on 29th September, 2015 at 1.00 p.m. (after counting the votes cast at the Annual General Meeting) in the presence of two witnesses, whose names are mentioned below, who are not in employment of the Company and electronic ballots were diligently scrutinized by us.

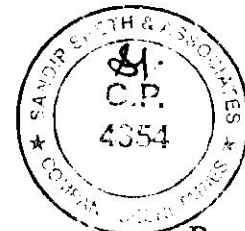


(Mr. Prashant Prajapati)



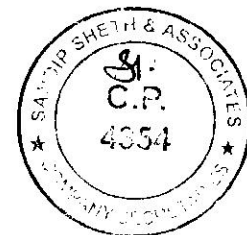
(Ms. Charvi Nayani)

- d) The electronic ballots were reconciled with records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
- e) Thereafter, the details of members, who have voted "For", "Against" each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.



B. For Poll at the Annual General Meeting:

- a) The poll was conducted together on all the item nos. 1 to 7 on the agenda at the Annual General Meeting at the end of discussion on all the resolutions.
 - b) The poll was conducted to enable the members of the Company who were present at the Annual General Meeting and could not cast their vote through Remote E-voting facility provided by the Company through CDSL.
 - c) After ensuring that all the members who desires to cast their vote through poll have exercised their right to vote on poll and after seeking permission from the Chairman of the 52nd (Fifty Second) Annual General Meeting, ballot box kept for polling was sealed in our presence with due identification marks.
 - d) The sealed ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
 - e) The poll/ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. Moreover, poll papers of those members who already cast their vote through Remote E-Voting process were also required to be treated as invalid.
4. Based on such scrutiny of the Remote E-voting and polling process, the result of the voting is as under:



a. Ordinary Resolution - 1:

Adoption and consideration of the Audited Financial statements for the year ended 31st March, 2015, including consolidated financial statements.

(i) Voted in favour of the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	98	275565412	100
Voting by Poll	39	16930	100
Total	137	275582342	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	10.97
Total	7	2085	

b. Ordinary Resolution - 2:

Declaration of dividend of 150% i.e. Rs. 3/- (Rupees Three only) each on Equity Shares of the Company for the year ended on 31st March, 2015.

(i) Voted in favour of the resolution:

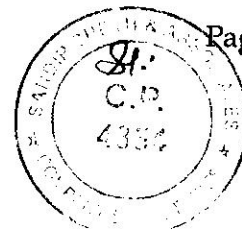
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	105	275578142	100
Voting by Poll	40	18930	100
Total	145	275597072	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



c. Ordinary Resolution - 3:

Fixation of the Remuneration of Statutory Auditors for the Financial Year 2015-16 to be appointed by the Comptroller & Auditor General of India.

(i) Voted in favour of the resolution:

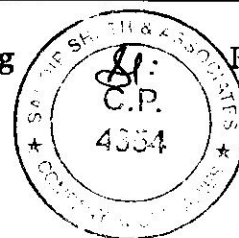
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	105	275578142	100
Voting by Poll	40	18930	100
Total	145	275597072	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



d. Ordinary Resolution - 4:

Appointment of Shri S. B. Dangayach (DIN: 01572754) as an Independent Director.

(i) Voted in favour of the resolution:

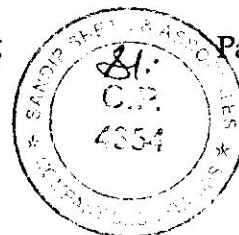
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	105	275578142	100
Voting by Poll	40	18930	100
Total	145	275597072	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



e. Ordinary Resolution - 5:

Appointment of Shri Nitin Shukla (DIN: 00041433) as an Independent Director.

(i) Voted in favour of the resolution:

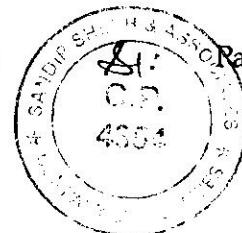
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	105	275578142	100
Voting by Poll	40	18930	100
Total	145	275597072	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



g. Ordinary Resolution - 6:

Appointment of Smt. Sonal Mishra, IAS (DIN: 03461909) as a Woman Director

(i) Voted in favour of the resolution:

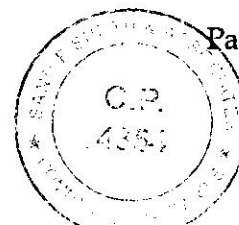
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	57	257030660	93.27
Voting by Poll	40	18930	100
Total	97	257049590	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	18547687	6.73
Voting by Poll	0	0	0
Total	50	18547687	

(iii) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



h. Ordinary Resolution - 7:

Ratification of the Remuneration of Cost Auditors for the Financial Year 2015-16.

(i) Voted in favour of the resolution:

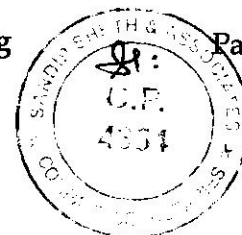
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	105	275578142	100
Voting by Poll	40	18930	100
Total	145	275597072	

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	205	Negligible
Voting by Poll	0	0	0
Total	2	205	

(iii) Invalid votes:

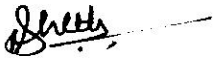
	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	0	0	0
Voting by Poll	7	2085	9.92
Total	7	2085	



5. A Compact Disc (CD)/Excel Sheets and other supportive documents containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID" for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The poll/ballot papers and all other relevant records will also be handed over by us to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

For, Sandip Sheth & Associates
Practicing Company Secretaries



Sandip Sheth
(Partner)



Membership No.: 5467
CP No.: 4354

Place: Ahmedabad
Dated: 29th September, 2015

Countersigned by:



Mr. P. K. Gera, Managing Director
Authorized by the Chairman