



## AGM Notice

NOTICE is hereby given that the 27<sup>th</sup> Annual General Meeting of the members of Gokul Refoils and Solvent Limited will be held on Monday, the 28<sup>th</sup> September, 2020, at 11.00 A.M. at the Registered Office of the Company at State Highway No 41, Nr. Sujapur Patia, Sidhpur – 384151, North Gujarat, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt :
  - a) the Audited Financial Statement of the Company for the financial year ended March 31, 2020, and the reports of the Board of Directors and Auditors thereon; and
  - b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2020, and the reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Dharmendrasinh Rajput (DIN: 03050088), who retires by rotation and being eligible, offers himself for re-appointment.

**Ahmedabad**  
**31<sup>st</sup> August, 2020**

**By Order of the Board**  
**Abhinav Mathur**  
**Company Secretary**  
**ACS No. 22613**

**Registered office**  
**State Highway No. 41,**  
**Nr. Sujapur Patia,**  
**Sidhpur -384 151**

### NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the “meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution / authority, as applicable, issued on behalf of the nominating organization.
  3. The explanatory statements pursuant to Section 102 of Companies Act, 2013 relating to special business are annexed.
  4. The information required under Regulation 36 of SEBI (LODR) Regulations, 2015 on Directors' reappointment/ appointment are given below and form part of the Notice.
  5. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
  6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting.
  7. Members can avail the nomination facility by filing Form No. SH-13, as prescribed under Section 72 of the Companies Act, 2013 and rule 19 (1) of the Companies (Share Capital and debentures) Rules 2014 with the Company. Blank forms will be supplied on request.
  8. Pursuant to the provisions of Section 108 of the Act and other applicable provisions, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from place other than the venue of the Meeting ('remote e-voting'). In addition, the facility of voting through Ballot Paper shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.
  9. In line with the Ministry of Corporate Affairs (MCA) Circular May 05, 2020, the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories Member may note that Notice and Annual Report 2019-20 has been uploaded on the website of the Company at [www.gokulgroup.com](http://www.gokulgroup.com) The Notice can also be accessed from the websites of the stock exchanges i.e BSE Limited and National Stock Exchanges of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and AGM Notice is also available on the website of CDSL (agency for providing the Remote e-voting facility) i.e [www.evotingindia.com](http://www.evotingindia.com).
- 10. Process for those shareholders whose email ids are not registered:**
- i. A Members who have not registered their e-mail addresses with the Company can now register the same by visiting the link [https://linkintime.co.in/EmailReg/Email\\_Register.html](https://linkintime.co.in/EmailReg/Email_Register.html). Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only, In case of any queries, members may write to [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).

- ii. It is clarified that for permanent registration of email address, the members are however requested to register their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Thursday 24<sup>th</sup> September, 2020 @ 09.00 a.m and ends on Sunday, 27<sup>th</sup> September, 2020 @ 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 18<sup>th</sup> September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders / Members
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions

of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the Electronic Voting Sequence Number (EVSN) **200901010** for Gokul Refoils and Solvent Limited .
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



Members can call on toll free no.: 18002005533 or contact Mr. Rakesh Dalvi, Manager, Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013, Email – helpdesk.evoting@cdslindia.com for grievances connected with e-Voting.

**Other Instructions:**

- I. The remote e-voting period commences on Thursday 24th September, 2020, @ 9.00 a.m. and ends on Sunday, 27th September, 2020, @ 5.00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Friday 18th September, 2020, may cast their vote through remote e-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
- II. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday 18<sup>th</sup> September, 2020.
- III. Mr. Yash H Mehta, Practicing Company Secretary (Membership No.: 45267; CP No:16535), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- IV. The Scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days from the conclusion of the meeting consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- V. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.gokulgroup.com](http://www.gokulgroup.com) and on the website of CDSL [www.evoting.cdsl.com](http://www.evoting.cdsl.com) within two days of the passing of the resolutions at the 27<sup>th</sup> AGM of the Company held on Monday, 28<sup>th</sup> September 2020, and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Director eligible for appointment and re-appointment is as follows:

<b>Name of Director</b>	Mr. Dharmendrasinh Rajput
Date of Birth	11 <sup>th</sup> September, 1989
Date of Appointment	10 <sup>th</sup> June, 2016
Qualification	BE (Mechanical)
Expertise in specific Functional Areas	Overall responsibilities of Strategic Management and policy formulation.
Names of listed entities in which the person also holds the directorship	Nil
Membership/Chairmanship of Committees of listed entities	Nil



Number of Shares held in the Company	1,52,93,818
Relationship with any Director(s) of the Company	Son of Mr. Balvantsinh Rajput, Chairman and MD of the Company.

**Ahmedabad**  
31.08.2020

**By Order of the Board**  
**Abhinav Mathur**  
**Company Secretary**  
**ACS No. 22613**

**Registered office**  
**State Highway No. 41,**  
**Nr. Sujapur Patia,**  
**Sidhpur -384 151**

**Gokul Refoils & Solvent Limited**

(CIN : L15142GJ1992PLC018745)

Registered Office: State Highway No. 41, Near Sujapur patia, Sidhpur- 384151, Gujarat.

Telephone: +91 2767 222075 E-mail: abinav.mathur@[gokulgroup.com](mailto:abinav.mathur@gokulgroup.com) Website: [www.gokulgroup.com](http://www.gokulgroup.com)

**ATTENDANCE SLIP**

I hereby record my presence at the 27<sup>th</sup> Annual General Meeting of the Company held on Monday, September 28, 2020 at State Highway No. 41, Near Sujapur patia, Sidhpur- 384151, Gujarat at 11.00 A.M.

Folio No.	DP ID	Client ID No.	Number of Shares

Name and address of Shareholder / Proxy holder

\_\_\_\_\_  
Shareholder / Proxy's Signature

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the Meeting Hall)

**Proxy Form**

Form No. MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rule, 2014]

**CIN** : L15142GJ1992PLC018745  
**Name of the Company** : Gokul Refoils and Solvent Limited  
**Registered Office** : State Highway No. 41, Near Sujapur patia, Sidhpur-384151, Gujarat.

Name of the Member (s):			
Registered Address:			
E-mail ID:			
Folio No./ Client ID:		DP ID:	

I/We, being the member(s) of \_\_\_\_\_ shares of the **Gokul Refoils and Solvent Ltd.**, hereby appoint;

- (1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_  
or failing him / her;
- (2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_  
or failing him / her;
- (3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **27<sup>th</sup> Annual General Meeting of the Company**, to be held on the Monday, September 28, 2020 at 11.00 A.M. at State Highway No. 41, Near Sujapur patia, Sidhpur- 384151, Gujarat and at any adjournment thereof in respect of such resolution as are indicated below:-

Resolution No.	Resolution
<b>Ordinary Business;</b>	
1	Ordinary Resolution for adoption of Standalone and Consolidated Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2020
2	Ordinary Resolution for appoint a Director in place of Mr. Dharmendrasinh Rajput (DIN: 03050088), who retires by rotation and being eligible, offers himself for re-appointment.

Signed this ..... day of ..... 2020

Please affix Revenue Stamp

Signature of shareholder \_\_\_\_\_  
Signature of Proxy holder(s) \_\_\_\_\_

**Note:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- A Proxy need not be a member of the Company.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the share capital of the company carrying rights. a member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person a proxy and such person shall not act as a proxy for any other person or shareholder.
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.