



# GEECEE VENTURES LIMITED

209 - 210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400 021. India  
Phone : 91-22-4019 8600 • Fax : 91-22-4019 8650 • CIN-L24249MH1984PLC032170  
E-mail : gcvl@gcvl.in • Website : www.geeceeventures.com

December 08, 2023

To  
The Listing Department  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001  
Fax No. 91-22-22722039/41/61  
Email: corp.relations@bseindia.com  
Re: BSE - Scrip Code: 532764

To  
The Listing Department  
The National Stock Exchange of India Ltd  
"Exchange Plaza"  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051  
Fax No. 91-22-26598237/38  
cmllist@nse.co.in cmtrade@nse.co.in  
NSE: GEECEE

**Sub: - Disclosure of Voting Results of the Extra Ordinary General Meeting (EGM) of the Company held on December 07, 2023**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, enclosed herewith please find the voting results of the business transacted at the Extra Ordinary General Meeting of the Company held on Thursday, December 07, 2023 at 04:00 P.M. via Video Conference / Other Audio Visual Means.

Further enclosed herewith please find the consolidated report of scrutinizer on remote e-voting and e-voting at the EGM issued by M/s. Nishant Jawasa & Associates.

You are requested to kindly take the same on your records.

Thanking You,

Yours Truly,

For **GeeCee Ventures Limited**

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**Dipyanti Jaiswar**  
Company Secretary  
Place: Mumbai

<b>General information about company</b>	
Scrip code	532764
NSE Symbol	GEECEE
MSEI Symbol	NOTLISTED
ISIN	INE916G01016
Name of the company	GEECEE VENTURES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-12-2023
Start time of the meeting	04:00 PM
End time of the meeting	04:33 PM



**Scrutinizer Details**

Name of the Scrutinizer	NISHANT JAWASA
Firms Name	M/S. NISHANT JAWASA & ASSOCIATES
Qualification	CS
Membership Number	F6557
Date of Board Meeting in which appointed	03-11-2023
Date of Issuance of Report to the company	08-12-2023



<b>Voting results</b>	
Record date	30-11-2023
Total number of shareholders on record date	8405
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	17
b) Public	76
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the Scheme of Amalgamation of GeeCee Fincap Limited (Transferor Company & Wholly Owned Subsidiary of Transferee Company) with GeeCee Ventures Limited (Transferee Company) through Fast Track Route of Amalgamation as provided under Section 233 of the Companies Act, 2013				
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
Promoter and Promoter Group	E-Voting	14159942	6035382	42.6229	6035382	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14159942	6035382	42.6229	6035382	0	100
Public-Institutions	E-Voting	1616	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1616	0	0	0	0	0
Public- Non Institutions	E-Voting	6750171	2401496	35.5768	1193	2400303	0.0497	99.9503
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6750171	2401496	35.5768	1193	2400303	0.0497
Total		20911729	8436878	40.3452	6036575	2400303	71.5499	28.4501
Whether resolution is Pass or Not.								No
Disclosure of notes on resolution								Textual Information(1)





<b>Text Block</b>	
Textual Information(1)	<p>Since the transferor company is the direct wholly owned subsidiary of the transferee company and as such the both companies are related parties to each other and promoters are deemed to be interested in the resolution however as per Ministry of Corporate Affairs has clarified vide its General Circular No. 30/ 2014 dated 17th July, 2014 that transactions arising out of Compromise, Arrangements and Amalgamations dealt with under specific provisions of the Companies Act, 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013. Also as per Regulation 23(5) (b) of the Listing Regulations, the related party transaction provisions are not applicable to the transactions taking place between wholly owned subsidiary company and its holding company and hence proposed merger are exempted from the provisions of Regulation 23. The proposed merger is also exempted from the provisions of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023. HENCE NO IS SELECTED IN CASE OF INTERESTED OPTION.</p>



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**Nishant Jawaasa & Associates**  
**Company Secretaries**

A/103 New Ankur CHS Ltd, 32 Bhardawadi Lane, Off. J. P. Road, Andheri (W)  
Mumbai – 400058. Tel: 022-26781209/ 26771289, Email: [njawasa@yahoo.co.in](mailto:njawasa@yahoo.co.in)

To,  
The Chairman  
GeeCee Ventures Limited  
209-210, Arcadia Building, 2<sup>nd</sup> Floor,  
195, Nariman Point,  
Mumbai - 400 021

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and voting at the EGM of GeeCee Ventures Limited held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) on Thursday, 7<sup>th</sup> December, 2023 at 04.00 p.m. IST.**

I, Nishant Jawaasa, proprietor of M/s. Nishant Jawaasa & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of GeeCee Ventures Limited for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 03<sup>rd</sup> November, 2023 ("Notice") issued in accordance with General Circular No. 9/2023 dated 25<sup>th</sup> September, 2023 and all previous circulars in this regard, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Extra-Ordinary General Meeting of its shareholders through VC / OAVM. The EGM was convened on Thursday, 07<sup>th</sup> December, 2023 at 04.00 p.m. IST through VC / OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
- (ii) process of e-voting at the EGM through electronic voting system ("e-voting").

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities and Depositories Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

**Report on Scrutiny:**

- Extra-Ordinary General Meeting (EGM) of the Members of GeeCee Ventures Limited (CIN: L24249MH1984PLC032170) was convened on Thursday, 07<sup>th</sup> December, 2023 at 04.00 p.m. IST through VC / OAVM.





- The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company and e-voting at the EGM held through VC / OAVM. Link Intime India Private Limited is the registrar and Share Transfer Agent (RTA) of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (Special business) sought to be transacted in the EGM of the Company, which was held on Thursday, 07<sup>th</sup> December, 2023.
- The Company has sent the notices of the EGM and remote e-voting and e-voting details by email on 10<sup>th</sup> November, 2023. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the resolutions placed for approval of the members was Thursday, 30<sup>th</sup> November, 2023.
- The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for Five days from Saturday, 02<sup>nd</sup> December, 2023 (09:00 a.m. IST) till Wednesday, 06<sup>th</sup> December, 2023 (05:00 p.m. IST) and the e-voting facility was kept open during the meeting for 15 minutes after the EGM concluded for voting for the shareholders who have attended EGM held through VC / OAVM.
- As prescribed in clause (v) of sub-rule 4 of the Rule 20, the Company also released an advertisement, which was published 21 days before the date of the EGM in English in 'Business Standard' newspaper dated 11<sup>th</sup> November, 2023 having country-wide circulation and in Marathi in "Pratkaal" newspaper dated 11<sup>th</sup> November, 2023. The notice published in the newspaper carried the required information as specified in Sub-Rule 4 (v) (a) to (h) of the said Rule 20.
- In pursuance of MCA Circular dated 5<sup>th</sup> May, 2020, the Company also released an advertisement, in English in 'Business Standard' newspaper dated 09<sup>th</sup> November, 2023 having wide circulation and in Marathi in "Pratkaal" newspaper dated 09<sup>th</sup> November, 2023. The notice published in the newspaper carried the required information as specified in MCA Circular dated 5<sup>th</sup> May, 2020.

After the closure of the e-voting at the EGM, the votes cast through remote e-voting facility and e-voting at the EGM was duly unblocked by me as scrutinizer in the presence of Ms. Sneha Suryavanshi and Mr. Krushna Routray who are not in the employment of the Company and/or NSDL and acted as the witness, as prescribed in Sub-Rule 4(xii) of the said Rule 20. They have signed below in confirmation of the same.

  
 Ms. Sneha Suryavanshi

  
 Mr. Krushna Routray

- Thereafter, I, as a scrutinizer, duly compiled the votes casted through remote e-voting and e-voting held during EGM based on the report generated and downloaded by me from the website of NSDL i.e. <https://www.evoting.nsd.com>.
- I now submit my consolidated Report as under on the result of the e-voting and e-voting at the EGM in respect of the said Resolutions.



The results of the remote e-voting together with that of the e-voting conducted during EGM are as under:

**SPECIAL BUSINESS**

**Item no. 1 of the Notice (As a Special Resolution)**

Approval of the scheme of Amalgamation of GeeCee Fincap Limited (Transferor Company & Wholly Owned Subsidiary of Transferee Company) with GeeCee Ventures Limited (Transferee Company) through Fast Track Route of Amalgamation as provided under section 233 of the Companies Act, 2013:

**Voting Summary:**

Details	Remote E-voting and e-voting
Number of Members who cast their votes	115
Total number of shares held by them	8436878
Invalid votes (number of Members)	NIL
Invalid votes (number of shares)	NIL

**Voting Result:**

Manner of voting	Votes in favour of the resolutions		Votes against the resolutions	
	Nos.	Percentage	Nos.	Percentage
Remote E-voting and E-voting	6036575	71.55	2400303	28.45
Total	6036575	71.55	2400303	28.45

The votes cast in favour are less than three times the votes cast against the resolution.

The Resolution mentioned in the EGM Notice as per the details above stand **declined** under Remote E-voting and e-voting conducted at EGM as the requisite majority required for passing a special resolution was not recorded and hence deemed to be **not passed** as on date of the EGM.

I hereby confirm that I am maintaining the Registers received from the Service provider electronically in respect of the votes cast through Remote E-voting and e-voting conduct at EGM by the shareholders of the Company. All other relevant records relating to Remote E-voting and e-voting is under my safe custody and will be handed over the company secretary for safe keeping, after the Chairman signs the Minutes.

Thanking You,

Date: 8<sup>th</sup> December, 2023  
Place: Mumbai  
UDIN:F006557E002877843  
Peer Review No: 1706/2021

For Nishant Jawa& Associates  
Company Secretaries



  
Nishant Jawa  
Proprietor  
M. No. FCS 6557  
COP No. 6993

Counter Signed by the  
Chairman - Mr. Ashwin Kumar Kothari



