

A Summary of proceedings of 55th Annual General Meeting

The 55th Annual General Meeting (AGM) of the Members of Gabriel India Limited ('the Company') was convened at 2.30 P.M (IST) on Tuesday, August 08, 2017 at the Auditorium, Gabriel India Limited, 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune - 410 501 and concluded at 4.30 P.M.

Mrs. Anjali Singh, chaired the meeting. She introduced the Directors, CFO and CS on dais, Statutory Auditors and Secretarial Auditors to the Members and she further informed that the statutory registers are available for Inspection.

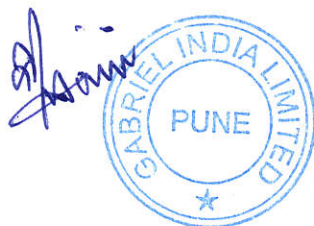
The requisite quorum being present, the Chairperson called the meeting to order. All the directors of the Company attended the meeting. The quorum was present throughout the meeting. 71 Members were present in person and 1 proxy attended the meeting.

The Chairperson delivered her speech followed by presentations by Mr. Manoj Kolhatkar, Managing Director of the Company. Mr. Nilesh Jain, Company Secretary, read the Auditors' Report.

As authorised by the Chairperson, the Managing Director covered the items of Ordinary business and Special Business, explaining the objective and implications of the resolutions before they were put to vote.

The Chairperson gave the opportunity to ask questions and seek clarifications on the resolutions set out in the Notice and Financials of the Company. Thereafter, queries / clarifications were responded by the Board Members.

The Managing Director informed that the Company has provided remote e-voting facility to the members from August 05, 2017 (09.00 A.M.) to August 07, 2017 (05.00 P.M.) and the voting through ballot was also provided at AGM Venue. It was informed that there would be no voting by show of hands.



The following items of business as per the Notice of 55th AGM were transacted at the meeting:

Ordinary Business:

1. Adoption of Audited Financial Statements along with Directors' Report and Auditors Report
2. Declaration of final Dividend for the financial year 2016-17.
3. Appointment of a Director in place of Mr. Jagdish Kumar (DIN: 00318558), who retires by rotation and being eligible offers herself for re-appointment.
4. To ratify the appointment of M/s. B K Khare & Co., Chartered Accountants as Statutory Auditors to hold office from the conclusion of this Meeting upto the 56th Annual General Meeting of the Company.

Special Business:

5. To consider and approve promoters re-classification of Mrs. Kiran J Anand and Ms. Devika Anand.
6. To consider and approve appointment of Mrs. Anjali Singh as Executive Chairperson of the Company for a term of five years
7. To consider and approve payment of commission to Non-executive Directors

Ms. Savita Jyothi was appointed as the Scrutinizer to supervise the remote e -voting and voting through ballot at the venue of AGM. The Chairperson authorized the Company secretary to declare the results of voting.

As per the scrutinizers report, all the resolutions as set forth in the 55th Annual General Meeting were passed by the members with requisite majority.

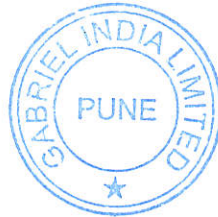
Thanking you,

Yours faithfully,

For Gabriel India Limited



Nilesch Jain
Company Secretary



CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Scrutinizer's Report

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of Companies (Management and Administration) Rules, 2014 as amended from time to time.]

To,
Mrs Anjali Singh
Chairperson
Gabriel India Limited
29th Milestone, Pune-Nashik Highway,
Village Kuruli, Taluka Khed,
Pune - 410 501, Maharashtra, India

The Fifty Fifth (55th) Annual General Meeting of the Equity Shareholders of Gabriel India Limited held on Tuesday, August 08, 2017 at 2.30 p.m. at Auditorium, Gabriel India Limited, 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune 410 501, Maharashtra

Dear Madam,

I, Savita Jyoti, Practicing Company Secretary, appointed as Scrutinizer(s) for the purpose of the remote e-voting and poll taken on the below mentioned resolution(s), in connection with the 55th Annual General Meeting of the Equity Shareholders of Gabriel India Limited held on Tuesday, August 08, 2017 at 2.30 p.m. at Auditorium, Gabriel India Limited, 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune 410 501, Maharashtra, report as under:

1. After the time fixed for closing of the voting by the Chairperson of the Meeting, the polling papers were taken into my custody for scrutiny of the votes.
2. The logged in votes were subsequently diligently scrutinised. The logged-in details of the shareholders were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations lodged with the Company.
3. The Consolidated result resolution-wise of e-voting and polling is annexed
4. The Reports on remote e-voting is based on the data downloaded from the remote e-voting platform provided by Karvy and poll as per the ballot in the Annual General Meeting of the Company.

A.J.

SAVITA JYOTI ASSOCIATES

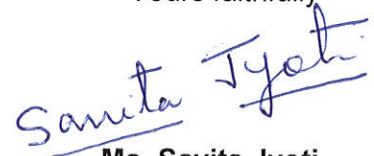
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

5. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAINST" for each resolution has been emailed to the Company Secretary.
6. The poll results and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully



Ms. Savita Jyoti
Scrutiniser


Practicing Company Secretary

Place: Pune

Dated: 08.08.2017

Witness:

1

 S.V. Raju

2, S.V. Mishra

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

CS. SAVITA JYOTI, B.Com., F.C.S.**ANNEXURE**
Consolidated Results

Based on the result of remote e-voting and polling at the Annual General Meeting, consolidated results of each item of the Agenda as set out in the Notice dated May 15, 2017 is as given below:

Consolidated Results of Item No. 1:

To receive, consider and adopt Audited Financial Statements of the Company for the year ended March 31, 2017 and Reports of Board of Directors and Auditors thereon.

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83824386	11699	83836085	100
Dissent	0	0	0	0
Total	83824386	11699	83836085	100

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated May 15, 2017, is passed with requisite majority.

Consolidated Results of Item No. 2

To declare final dividend for the financial year 2016-17

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83824387	11699	83836086	100
Dissent	0	0	0	0
Total	83824387	11699	83836086	100

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated May 15, 2017, is passed with requisite majority.

A.J.

SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 3

To appoint a Director in place of Mr. Jagdish Kumar (DIN No. 00318558), who retires by rotation and being eligible offers himself for re-appointment

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83810393	11699	83822092	99.98
Dissent	13994	0	13994	0.02
Total	83824387	11699	83836086	100

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated May 15, 2017, is passed with requisite majority.

Consolidated Results of Item No. 4

To ratify the appointment of M/s. B.K. Khare & Co., Chartered Accountants as Statutory Auditors to hold office from the conclusion of this Meeting upto the 56th Annual General Meeting of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83824387	11699	83836086	100
Dissent	0	0	0	0
Total	83824387	11699	83836086	100

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated May 15, 2017, is passed with requisite majority.

Consolidated Results of Item No. 5

To consider and approve promoters re-classification of Mrs. Kiran J Anand and Ms. Devika Anand.

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83824385	11699	83836084	100
Dissent	0	0	0	0
Total	83824385	11699	83836084	100

Thus, the Special Resolution as contained in Item No. 5 of the Notice dated May 15, 2017, is passed with requisite majority.

A.J.

SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 6

To consider and approve appointment of Mrs. Anjali Singh as Executive Chairperson of the Company for a term of five years

Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83824332	11699	83836031	99.99
Dissent	50	0	50	0.01
Total	83824382	11699	83836081	100

Thus, the Special Resolution as contained in Item No. 6 of the Notice dated May 15, 2017, is passed with requisite majority.

Consolidated Results of Item No. 7

To consider and approve payment of commission to Non-executive Directors.

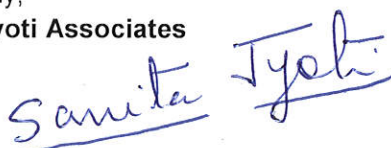
Particulars	Number of Votes contained in			Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	83823402	11699	83835101	99.99
Dissent	979	0	979	0.01
Total	83824381	11699	83836080	100

Thus, the Special Resolution as contained in Item No. 7 of the Notice dated May 15, 2017, is passed with requisite majority.

Thanking you,

Yours faithfully,

For **Savita Jyoti Associates**



CS Savita Jyoti
Practicing Company Secretary
FCS 3738; CP 1796

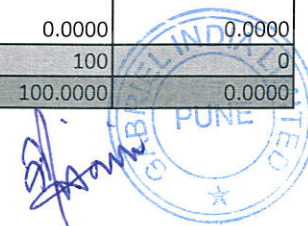
SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Place: Pune

Dated: 08.08.2017

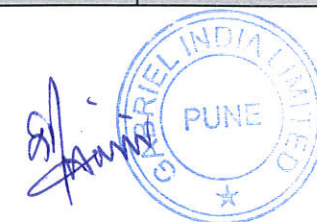
	GABRIEL INDIA LIMITED
Date of the AGM/EGM	08-08-2017
Total number of shareholders on record date	64637
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	71
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 and Reports of Board of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	78455368	71905468	91.6514	71905468	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting	21802230	11908669	54.6213	11908669	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting	43386342	10249	0.0236	10249	0	100.0000	0.0000
	Poll		11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21948	0.0506	21948	0	100	0
Total		143643940	83836085	58.3638	83836085	0	100.0000	0.0000



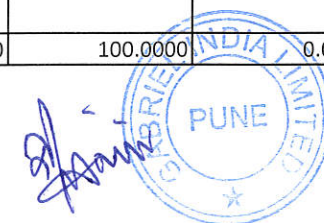
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare final dividend for the financial year 2016-17.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	78455368	71905468	91.6514	71905468	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting	21802230	11908669	54.6213	11908669	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting	43386342	10250	0.0236	10250	0	100.0000	0.0000
	Poll		11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21949	0.0506	21949	0	100	0
Total		143643940	83836086	58.3638	83836086	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Jagdish Kumar (DIN No. 00318558), who retires by rotation and being eligible offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							



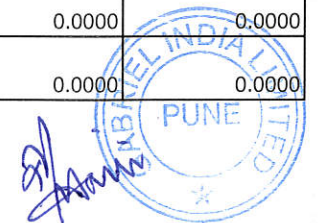
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	78455368	71905468	91.6514	71905468	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting	21802230	11908669	54.6213	11894725	13944	99.8829	0.1170
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11894725	13944	99.8829	0.1171
Public- Non Institutions	E-Voting	43386342	10250	0.0236	10200	50	99.5121	0.4878
	Poll		11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21949	0.0506	21899	50	99.7722	0.2278
Total	143643940	83836086	58.3638	83822092	13994	99.9833	0.0167	

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of M/s B K Khare & Co., Chartered Accountants as Statutory Auditors to hold office from the conclusion of this Meeting upto the 56th Annual General Meeting of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		71905468	91.6514	71905468	0	100.0000	0.0000



	Poll	78455368	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting		11908669	54.6213	11908669	0	100.0000	0.0000
	Poll	21802230	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting		10250	0.0236	10250	0	100.0000	0.0000
	Poll	43386342	11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21949	0.0506	21949	0	100	0
	Total	143643940	83836086	58.3638	83836086	0	100.0000	0.0000

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve promoters re-classification of Mrs. Kiran J Anand and Ms. Devika Anand.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		71905468	91.6514	71905468	0	100.0000	0.0000
	Poll	78455368	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting		11908669	54.6213	11908669	0	100.0000	0.0000
	Poll	21802230	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000



	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting		10248	0.0236	10248	0	100.0000	0.0000
	Poll	43386342	11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21947	0.0506	21947	0	100	0
	Total	143643940	83836084	58.3638	83836084	0	100.0000	0.0000

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve appointment of Mrs. Anjali Singh as Executive Chairperson of the Company for a term of five years.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		71905468	91.6514	71905468	0	100.0000	0.0000
	Poll	78455368	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting		11908669	54.6213	11908669	0	100.0000	0.0000
	Poll	21802230	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting		10245	0.0236	10195	50	99.5119	0.4880
	Poll	43386342	11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21944	0.0506	21894	50	99.7721	0.2279
	Total	143643940	83836081	58.3638	83836031	50	99.9999	0.0001

Resolution No.	7							
----------------	---	--	--	--	--	--	--	--



Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve payment of commission to Non-executive Directors.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	78455368	71905468	91.6514	71905468	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		71905468	91.6514	71905468	0	100	0
Public- Institutions	E-Voting	21802230	11908669	54.6213	11908669	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11908669	54.6213	11908669	0	100	0
Public- Non Institutions	E-Voting	43386342	10244	0.0236	9265	979	90.4431	9.5568
	Poll		11699	0.0270	11699	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		21943	0.0506	20964	979	95.5384	4.4616
Total		143643940	83836080	58.3638	83835101	979	99.9988	0.0012

