



## Chairman's Message

From the desk of Chairman



**Dear Stakeholders,**

The Indian vegetable oil economy is the world's fourth largest after the US, China and Brazil, harvesting about 25 million tons of oilseeds against the world. India contributes about 6-7% of the world oilseeds production. The Edible oil market in India has witnessed a growth in recent years on account of rising demand for variants of edible oil fuelled by expansion in the production.

As per the researches and analysis, India needs to produce 17.84 MT of vegetable oils to meet the nutritional fat demand of projected population of 1685 million by 2050. We are committed to meet the requirement of nutritional level by increasing our production capacity in future. We will be leading the edible oil market industry as per the positive future prospects of the company.

During the toughest times that the world witnessed because of COVID-19 pandemic followed by the worldwide lockdown, your Company stood by all its commitments, as a duty to the nation, and ensured maximum availability of its capacity to provide uninterrupted supply of edible oils to the consumers. Even during this hard time, our refinery and crushing units operated with the optimum levels. We would like to take this opportunity to thank the selfless efforts of our work force handling the production at the plant and our employees handling the administrative work of our company. Without their co-operation and efforts our company would not have achieved this position in the edible oil industry.

In furtherance of the same it gives me immense pleasure to share with you all the performance of your Company for the Financial Year 2019-20. In the Financial Year 2019-20 your Company has achieved Net Profit of Rs. 1,437.85 Lakhs and turnover of Rs. 4,75,159.96 Lakhs. Tremendous efforts have been made to witness GARL as one of the leading Edible Oil Industries in the Country.

I would like to extend my gratitude for the incredible support that you all have extended throughout the journey of developing Gokul Agro Resources Limited (GARL) as India's one of the Leading Corporates in the edible oils and allied products sector.

At last I would like to pay my sincere acknowledgements to the Government and Semi-Government Authorities, Esteemed Customers, Suppliers, Business Associates and all the Stakeholders for their continued trust and I would like to conclude by reiterating our commitment towards achieving the new heights in the edible and non-edible oil industry.

Thank You.

**Kanubhai Thakkar**  
**Chairman & Managing Director**

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## Corporate Information

CIN - L15142GJ2014PLC080010

### Board of Directors:

Mr. Kanubhai Thakkar	Chairman & Managing Director
Mr. Jayesh Thakkar	Jt. Managing Director
Mr. Ashutosh Bhambhani	Whole-time Director
Mr. Keyoor Bakshi	Independent Director
Mr. Pankaj Kotak	Independent Director
Ms. Pooja Khakhi	Independent Director

### Management Team:

Mr. Hitesh Thakkar	CEO
Mr. Manish Kella	CFO
Mr. Dipak Thakkar	Director (EXIM)
Mr. Nilesh Thakkar	Director (Marketing)

### Company Secretary & Compliance Officer:

Ms. Chinar Jethwani

### Board Committees:

#### Audit Committee

Mr. Keyoor Bakshi	Chairman
Mr. Pankaj Kotak	Member
Ms. Pooja Khakhi	Member
Mr. Jayesh Thakkar	Member

#### Nomination & Remuneration Committee

Mr. Pankaj Kotak	Chairman
Mr. Keyoor Bakshi	Member
Ms. Pooja Khakhi	Member

#### Stakeholders' Relationship Committee

Ms. Pooja Khakhi	Chairman
Mr. Pankaj Kotak	Member
Mr. Jayesh Thakkar	Member
Ms. Chinar Jethwani	Investor Relation Officer

### Statutory Auditors:

M/s. Surana Maloo & Co.,  
Chartered Accountants,  
2<sup>nd</sup> Floor, Aakashganga Complex,  
Parimal Under Bridge,  
Near Suvidha Shopping Center,  
Paldi, Ahmedabad- 380007

### Secretarial Auditors:

CHIRAG SHAH & ASSOCIATES  
Company Secretaries  
1213, Ganesh Glory, Nr. Jagatpur Crossing,  
Besides Ganesh Genesis, Off. S.G. Highway,  
Ahmedabad - 382 481.

### Cost Auditors:

M/s Priyank Patel & Associates,  
Cost Accountants  
02-A, First Floor, Madhav Complex,  
Nr. R. C. Technical Institute, Ghatlodia,  
Ahmedabad- 380061

### Registered Office:

Gokul Agro Resources Limited  
Office No. 801-805, Dwarkesh Business Hub,  
Survey No. 126/1,  
Opp. Visamo Society, B/H Atishay Bellevue,  
Motera, Ahmedabad-380005

### Plant:

Gokul Agro Resources Limited  
Survey No. 76/1/P1, 80, 89, 91  
Meghpar- Borichi, Galpadar Road,  
Nr. Sharma Resort,  
Ta. Anjar, Dist. Kutch-370110

### Registrar & Transfer Agents:

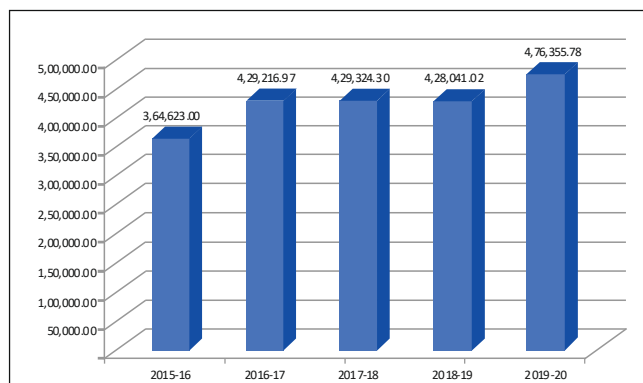
Link Intime India Pvt. Ltd.  
506-508, Amarnath Business Centre-1  
(ABC-1), Besides Gala Business Centre  
Near St. Xavier's College Corner  
Off C G Road, Ellisbridge  
Ahmedabad-380006

### Bankers:

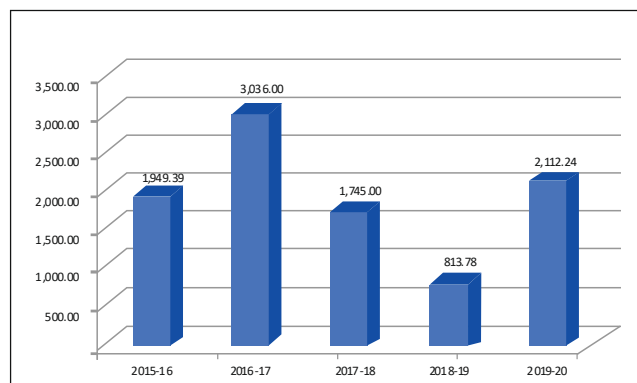
State Bank of India  
Union Bank of India  
Punjab National Bank  
The Jammu & Kashmir Bank Ltd.  
Central Bank of India  
Bank of India  
Bank of Baroda  
IndusInd Bank  
UCO Bank

## FINANCIAL HIGHLIGHTS

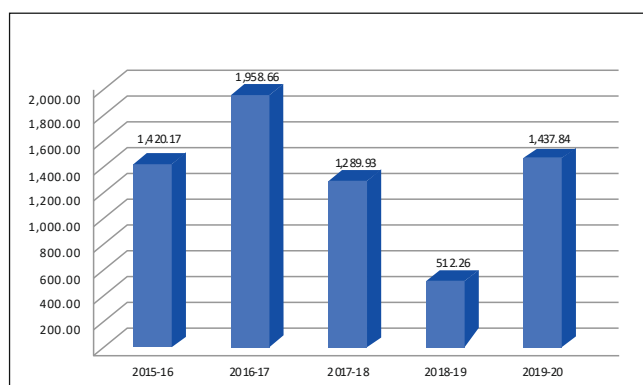
**REVENUE (₹ in Lakhs)**



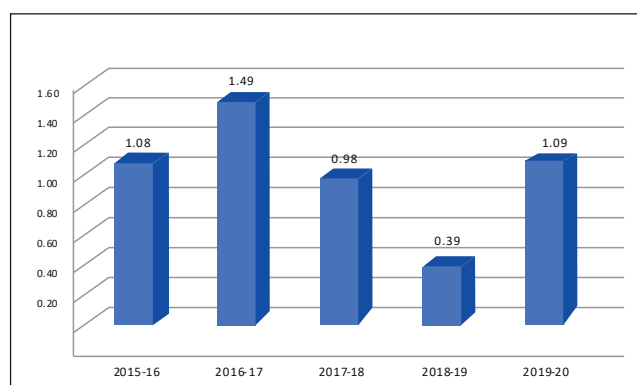
**EBIT (₹ in Lakhs)**



**NET PROFIT (₹ in Lakhs)**



**EPS (in ₹)**





## NOTICE

NOTICE is hereby given that the 6<sup>th</sup> Annual General Meeting of the Members of Gokul Agro Resources Limited will be held on Monday, September 7, 2020 at 12:00 PM IST through Video Conferencing (VC) / Other Audio Visual Means ("OAVM") to transact the following Businesses:

### Ordinary Business:

1. To receive, consider and adopt Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Ashutosh Bhambhani (DIN: 07163125), who retires by rotation and being eligible offers himself for re – appointment.
3. To re-appoint the Statutory Auditors.

To consider and if thought fit, to pass with or without any modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any of Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the company hereby re-appoints M/s Surana Maloo & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 112171W) as Statutory Auditors of the Company to hold office from this Annual General Meeting till the conclusion of the 11<sup>th</sup> Annual General Meeting for the Second term to examine and audit the accounts of the company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

### Special Business:

4. To approve remuneration payable to the Cost Auditor:  
To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s Priyank Patel & Associates, Cost Accountants, appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020, amounting to Rs. 45,000/- (Rupees Forty Five Thousand only) as also the payment of applicable tax and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

5. To revise remuneration structure of Mr. Kanubhai Jivatram Thakkar, Chairman and Managing Director of the Company.  
To consider and if thought fit, to pass with or without

modification(s), the following resolution as Special Resolution.

**"RESOLVED THAT,** in supersession with the earlier resolutions passed by the Board of Directors and/or Shareholders of the Company, pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law and subject to approval of shareholders, consent of the Board be and is hereby accorded for the alteration in the remuneration structure of Mr. Kanubhai Jivatram Thakkar - Chairman & Managing Director of the Company with effect from April 01, 2020 as under :

1	Salary	a) Rs. 21,00,000/- per month with effect from 1st April 2020 b) Rs. 24,00,000/- per month with effect from 1st April 2021 c) Rs. 27,00,000/- per month with effect from 1st April, 2022
2	Commission	Commission not exceeding 1% of the profits of the Company subject to the provisions of the Companies Act, 2013.
3	Perquisites	The appointee will be also allowed the perquisites as under:
i)	Provident Fund & Superannuation Fund	Contribution to provident fund and superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961
ii)	Gratuity / Contribution to Gratuity Fund	As per Section IV of Schedule -V of Companies Act, 2013 read with section 196 and 197 of Companies Act, 2013 and rules made there under.
iii)	Leave & Encashment of leave	As per Section IV of Schedule -V of Companies Act, 2013 read with section 196 and 197 of Companies Act, 2013 and rules made thereunder.

**RESOLVED FURTHER THAT** no sitting fees shall be paid to the Managing Director, for attending the Meetings of the Board of Directors of the Company or Committees thereof.

**RESOLVED FURTHER THAT** on recommendations made by the Nomination and Remuneration Committee, any variation in the terms and conditions of the remuneration payable to Mr. Kanubhai Thakkar - Managing Director, so long as it is in conformity with the provisions of Schedule V of the Companies Act, 2013 shall be approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any

question, difficulty or doubt that may arise in the said regard.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and is hereby authorized to provide certified true copy of this resolution to any competent authority as the need may arise."

6. To revise remuneration structure of Mr. Jayesh Kanubhai Thakkar, Jt. Managing Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution.

**"RESOLVED THAT**, in supersession with the earlier resolutions passed by the Board of Directors and/or Shareholders of the Company, pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law and subject to approval of shareholders, consent of the Board be and is hereby accorded for the alteration in the remuneration structure of Mr. Jayesh Kanubhai Thakkar – Jt. Managing Director of the Company with effect from April 01, 2020 as under :

1	Salary	a) Rs. 13,00,000/- per month with effect from 1st April, 2020 b) Rs. 15,00,000/- per month with effect from 1st April, 2021 c) Rs. 17,00,000/- per month with effect from 1st April 2022
2	Commission	Commission not exceeding 1% of the profits of the Company subject to the provisions of the Companies Act, 2013.
3	Perquisites	The appointee will be also allowed the perquisites as under :
i)	Provident Fund & Superannuation Fund	Contribution to provident fund and superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961
ii)	Gratuity / Contribution to Gratuity Fund	As per Section IV of Schedule -V of Companies Act, 2013 read with section 196 and 197 of Companies Act, 2013 and rules made thereunder.
iii)	Leave & Encashment of leave	As per Section IV of Schedule -V of Companies Act, 2013 read with section 196 and 197 of Companies Act, 2013 and rules made thereunder.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.

**RESOLVED FURTHER THAT** no sitting fees shall be paid to the Jt. Managing Director, for attending the Meetings of the Board of Directors of the Company or Committees thereof.

**RESOLVED FURTHER THAT** on recommendations made by the Nomination and Remuneration Committee, any variation in the terms and conditions of the remuneration payable to Mr. Jayesh Kanubhai Thakkar – Jt. Managing Director, so long as it is in conformity with the provisions of Schedule V of the Companies Act, 2013 shall be approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and is hereby authorized to provide certified true copy of this resolution to any competent authority as the need may arise."

7. To revise remuneration structure of Mr. Dipakkumar Kanubhai Thakkar, Director-EXIM of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution.

**"RESOLVED THAT**, in supersession with the earlier resolutions passed by the Board of Directors and/or Shareholders of the Company, pursuant to the provisions of Sections 188 of the Companies Act, 2013 ("the Act"); Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable statutory provisions, rules, regulations and guidelines (including any statutory modification(s), amendments, or re-enactment thereof for the time being in force), and subject to such other approvals as may be required, approval of the members of the Company be and is hereby accorded to restructure the remuneration of Mr. Dipak Thakkar - Director (EXIM), not being a member of the Board of Directors of the Company, who is a son of Chairman & Managing Director-Mr. Kanubhai Thakkar, w.e.f April 1, 2020 with such terms and conditions and payment of remuneration as mentioned below:

Salary	a) Rs. 13,00,000/- per month with effect from 1st April 2020 b) Rs. 15,00,000/- per month with effect from 1st April 2021 c) Rs. 17,00,000/- per month with effect from 1st April 2022
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**RESOLVED FURTHER THAT** the Board shall have the authority from time to time (a) to make applicable to Mr. Dipak Thakkar such revisions in the aforesaid salary scale or grade together with revisions in such allowances, benefits, amenities, facilities and other perquisites including contribution to provident fund, gratuity fund, superannuation fund, etc. as are introduced from time to time in respect of employees of the Company in equivalent salary scale or grade; and (b) to promote him to any higher position/designation or salary scale or grade in due course together with such allowances.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such

acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

8. To ratify the appointment of Mr. Nilesh Kanubhai Thakkar as Director- Marketing of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution

**“RESOLVED THAT** pursuant to the provisions of Sections 188 of the Companies Act, 2013 (“the Act”); Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable statutory provisions, rules, regulations and guidelines (including any statutory modification(s), amendments, or re-enactment thereof for the time being in force), and subject to such other approvals as may be required, approval of the members of the Company be and is hereby accorded for holding of office or place of profit/employment by Mr. Nilesh Thakkar and designating him as a Director (Marketing), not being a member of the Board of Directors of the Company, who is a son of Chairman & Managing Director-Mr. Kanubhai Thakkar w.e.f. October 1, 2019 with such terms and conditions and payment of remuneration as mentioned below:

Salary	a) Rs. 13,00,000/- per month with effect from April 1, 2020.
	b) Rs. 15,00,000/- per month with effect from April 1, 2021.
	c) Rs. 17,00,000/- per month with effect from April 1, 2022.

**RESOLVED FURTHER THAT** the Board shall have the authority from time to time (a) to make applicable to Mr. Nilesh Thakkar such revisions in the aforesaid salary scale or grade together with revisions in such allowances, benefits, amenities, facilities and other perquisites including contribution to provident fund, gratuity fund, superannuation fund, etc. as are introduced from time to time in respect of employees of the Company in equivalent salary scale or grade; and (b) to promote him to any higher position/designation or salary scale or grade in due course together with such allowances.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**By order of the Board of Directors**

**Date :** July 27 2020  
**Place :** Ahmedabad

**Chinar Jethwani**  
**Company Secretary**

**Regd. Office:**

Office No. 801-805 Dwarkesh Business Hub,  
Survey No. 126/1, Opp. Visamo Society,  
B/H Atishay Bellevue, Motera,  
Ahmedabad, Gujarat - 380005  
CIN-L15142GJ2014PLC080010

**NOTES:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM alongwith 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.gokulagro.com](http://www.gokulagro.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of Link Intime India Pvt. Ltd. (agency for providing the Remote e-Voting facility) i.e. <https://instavote.linkintime.co.in>.
6. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
7. Pursuant to the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may



submit the same to M/S Link Intime India Private Limited, Registrar and Transfer Agent. Members holding shares in electronic form may submit the same to their respective depository participant.

8. The Register of Members and Share Transfer Books of the Company will be closed from August 28, 2020 to September 06, 2020 (both days inclusive) for the purpose of Annual General Meeting.
9. Shareholders seeking any information with regard to accounts are requested to write to the Company atleast 10 days before the meeting so as to enable the management to keep the information ready.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
11. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Link Intime India Private Limited, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.
12. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. The Board of Directors has appointed Mr. Chirag Shah of M/s. Chirag Shah & Associates, Practicing Company Secretaries (Membership No. FCS 5545) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
14. The Procedure and instructions for remote e-voting are as under:

The remote e-voting will commence on Friday, September 4, 2020 at 9.00 a.m. and will end on Sunday, September 6, 2020 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Friday, August 31, 2020 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by Link Intime India Pvt. Ltd. thereafter.

- i. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

**Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:**

- Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -

**A. User ID:** Enter your User ID

- Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/members holding shares in **physical form shall provide Event No + Folio Number** registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders/members holding shares in **CDSL demat account shall provide either ‘C’ or ‘D’, above**
- Shareholders/members holding shares in **NSDL demat account shall provide ‘D’, above**
- Shareholders/members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

- Click “confirm” (Your password is now generated).

NOTE: If Shareholders/members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

- ii. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
- iii. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.
- iv. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
- v. E-voting page will appear.
- vi. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- vii. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If

you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

viii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**If you have forgotten the password:**

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

**Contact Details:**

Company : Gokul Agro Resources Limited  
 Regd. Office : Office No. 801-805,  
 Dwarkesh Business Hub,  
 Survey No. 126/1, Opp. Visamo Society,  
 B/H Atishay Belleview, Motera,  
 Ahmedabad, Gujarat - 380005  
 CIN-L15142GJ2014PLC080010  
 E-mail ID : [chinar.cs@gokulagro.com](mailto:chinar.cs@gokulagro.com)  
 E-voting Agency : Link Intime India Private Limited  
 E-mail ID : [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in)  
 Phone : 022 -4918 6000  
 Scrutinizer : Chirag Shah & Associates  
 Practicing Company Secretary  
 E-mail ID : [pcschirag@gmail.com](mailto:pcschirag@gmail.com)

**15. PROCESS FOR THOSE MEMBERS WHOSE EMAIL IDS ARE NOT REGISTERED:**

- For members holding shares in Physical mode - Please provide necessary details like Folio No., Name of shareholder by email to [chinar.cs@gokulagro.com](mailto:chinar.cs@gokulagro.com).
- Members holding shares in Demat mode can get their E-mail ID registered by contacting their respective Depository Participant or by email to [chinar.cs@gokulagro.com](mailto:chinar.cs@gokulagro.com).

**16. THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ON THE DAY OF THE AGM ON e-VOTING SYSTEM ARE AS UNDER**

- Select the "Company" and 'Event Date' and register with your following details: -
- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
    - Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
    - Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
    - Shareholders/members holding shares in **physical form shall provide Folio Number** registered with the Company
  - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
  - C. Mobile No.:** Enter your mobile number.
  - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

**EXPLANATORY STATEMENT**

Pursuant to Section 102 (1) of the Companies Act, 2013

**Item No. 3 - To re-appoint the Statutory Auditors:**

The Statement for this item is provided, though strictly not required, as per Section 102 of the Act.

In accordance with the provisions of Section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 ('the Act'), M/s. Surana Maloo & Co., Chartered Accountants were appointed as the Statutory Auditors in the First Annual General Meeting till the conclusion of the Sixth Annual General Meeting of the Company for a term of 5 years.