



March 14, 2025

To  
The Listing and Compliance  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001  
Fax No. 91-22-22722039/41/61  
Email: [corp.relations@bseindia.com](mailto: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](mailto:cmllist@nse.co.in) [cmtrade@nse.co.in](mailto:cmtrade@nse.co.in)  
NSE: GEECEE

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Proceedings of Postal Ballot**

This is in continuation to our earlier communication vide letter dated February 12, 2025, regarding submission of Notice of Postal Ballot dated February 04, 2025, seeking approval of the shareholders, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, in respect of following Resolutions:

Sr. No.	Particulars	Type of Resolution
1.	To approve re-designation and appointment of Mr. Gaurav Shyamsukha (Din: 01646181) as the Managing Director of the Company for the period of 3 (three) years and to fix his remuneration.	Special Resolution
2.	To approve payment of remuneration and other facilities to Mr. Harisingh Shyamsukha holding office or place of profit.	Ordinary Resolution

In this regard, pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, please find enclosed herewith the summary of the proceedings of business transacted through Postal Ballot vide Notice dated February 04, 2025. The remote e-voting period for Postal Ballot was concluded on Friday, March 14, 2025 at 5:00 p.m. (IST).

This is for your information and records.

For GeeCee Ventures Limited

**Dipyanti Jaiswar**  
**Company Secretary**  
**Membership No. A41024**  
**Place: Mumbai**



## SUMMARY OF THE PROCEEDINGS OF POSTAL BALLOT NOTICE DATED FEBRUARY 04, 2025

Pursuant to the provisions of Section 108, 110 of the Companies Act, 2013 (“Act” / “Companies Act”) other applicable provisions of the Act, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by Institute of Company Secretaries of India, as amended and other applicable laws and regulations (including any statutory modification or re-enactment thereof) read with General Circular 09/2024 dated September 19, 2024 or other applicable circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time (“MCA Circulars”) and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 3, 2024 or other applicable circulars issued by SEBI from time to time (“SEBI Circulars”) and other applicable laws, Postal Ballot through remote electronic voting (“remote e-voting”) was conducted by the Company for obtaining approval of the Members on the below Resolutions as set out in the Postal Ballot Notice dated February 04, 2025:

Sr. No.	Particulars	Type of Resolution
1.	To approve re-designation and appointment of Mr. Gaurav Shyamsukha (Din: 01646181) as the Managing Director of the Company for the period of 3 (three) years and to fix his remuneration.	Special Resolution
2.	To approve payment of remuneration and other facilities to Mr. Harisingh Shyamsukha holding office or place of profit.	Ordinary Resolution

In accordance with applicable MCA and SEBI Circulars, the Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were duly sent through email on February 12, 2025 (‘date of completion of dispatch’), to those members whose e-mail addresses were registered with the MUFG Intime India Private Limited, Company’s Registrar and Transfer Agent (‘RTA’)/ Depositories as on Friday, February 07, 2025 (‘cut-off date’) and was also placed on the website of the Company seeking approval as set out in the postal ballot notice.

Further, a public advertisement informing the date of completion of dispatch of Postal Ballot Notice was published on February 13, 2025, in “Business Standard” in all editions, in English Language and in “Pratahkal” in Mumbai edition, in Marathi language.

The Company had engaged the services of National Securities Depository Limited (‘NSDL’ or ‘e-voting service provider’) for the purpose of providing e-voting facility (through remote e-voting) and technical services relating to the Postal Ballot to all its members. The remote e-voting commenced Thursday, February 13, 2025 (09:00 AM Indian Standard Time) and ended on Friday, March 14, 2025 (05:00 PM Indian Standard Time). The remote e-Voting facility was disabled by NSDL immediately thereafter and the voting was not permitted beyond the said period.

The Board had appointed Ms. Avani Gandhi, Proprietor of M/s. Avani Gandhi & Associates – Practising Company Secretaries (CP No. 16143, Peer Review No.: 1379/2021) as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.



The voting results pursuant to Regulation 44(3) of Listing Regulations and the Scrutinizer Report, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted to the Stock Exchanges within the stipulated timelines and will also be displayed on the Company's website [www.geeceeventures.com](http://www.geeceeventures.com).

The text of resolution as set out in the postal ballot notice dated February 04, 2025 is as follows:

#### **RESOLUTION NO. 1 – SPECIAL RESOLUTION**

**TO APPROVE RE-DESIGNATION AND APPOINTMENT OF MR. GAURAV SHYAMSUKHA (DIN: 01646181) AS THE MANAGING DIRECTOR OF THE COMPANY FOR THE PERIOD OF 3 (THREE) YEARS AND TO FIX HIS REMUNERATION:**

**“RESOLVED THAT** pursuant to the provisions of Section 152, 196, 197, 198, 203 and other applicable provisions if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013, and Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicable provisions of Article of Association of the Company [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded to re-designate and appoint Mr. Gaurav Shyamsukha (Din: 01646181), who is not disqualified to be a Director under the Act and the rules made thereunder as the Managing Director of the Company for a period of 3 (three) years with effect from February 01, 2025 to February 01, 2028 in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, on such terms and conditions and remuneration as set out in the appointment letter/agreement to be entered into between the Company and Mr. Gaurav Shyamsukha (Din: 01646181), material terms of which are set out in the Explanatory Statement annexed hereto;

**RESOLVED FURTHER THAT** pursuant to Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the provisions of Sections 196, 197, 198 and other applicable provision of the Companies Act, 2013 (“the Act”), applicable provisions of Article of Association of the Company and the Rules made thereunder read with Schedule V of the Act, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Gaurav Shyamsukha (Din: 01646181), – Managing Director and who is also a member of the promoter group, notwithstanding that it is in excess of Rs. 5,00,00,000 (Rupees 5 Crore only) or 2.5 per cent of the net profits of the Company as calculated under section 198 of the Act, whichever is higher, in any financial year during his tenure of 3 years commencing from February 01, 2025 to February 01, 2028;

**RESOLVED FURTHER THAT** where in any financial year the Company has no profits or its profits are inadequate, the Company do pay to Mr. Gaurav Shyamsukha (Din: 01646181) remuneration as specified above by way of salary, perquisites and other allowances not exceeding the ceiling limit specified under Section II of Part II of Schedule V to the Act (including any amendment or re-enactment(s) thereof);



**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any Director of the Company or the Company Secretary be and is hereby authorised to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form with the Registrar of Companies.”

## **RESOLUTION NO. 2 – ORDINARY RESOLUTION**

### **TO APPROVE PAYMENT OF REMUNERATION AND OTHER FACILITIES TO MR. HARISINGH SHYAMSUKHA HOLDING OFFICE OR PLACE OF PROFIT:**

“**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and after taking in to account recommendation of the Nomination and Remuneration Committee (NRC) and Audit Committee (AC) and of the Board of Directors, the consent of the members of the Company be and is hereby accorded for payment of remuneration to Mr. Harisingh Shyamsukha holding office or place of profit, as Senior President – Business Strategy, as detailed in the Explanatory Statement attached hereto subject to remuneration not exceeding Rs. 1,00,00,000/- (Rupees One Crore Only) per annum together with other benefits, perquisites, allowances, amenities and facilities in accordance with the policy of the Company for period of one financial year i.e. 2025-2026.

**RESOLVED FURTHER THAT** the Board of Directors has the liberty to alter and vary the present remuneration in accordance with the provisions of the Companies Act, 2013, of Mr. Harisingh Shyamsukha holding office or place of profit within the maximum limit as approved by the shareholders.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing.”