

GOLD ROCK INVESTMENTS LIMITED

CIN NO.: L65990MH1978PLC020117

Registered Office: 714, Raheja Chambers, 213, Nariman Point, Mumbai – 400 021

Tel.: 022-22022621 Fax: 022-2282 0538

E-mail Id: goldrockinvest@yahoo.com

October 1st, 2014

To,
General Manager,
The Department of Corporate Services - CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir,

Scrip Code: 501111

Sub: Scrutinizer's Report on the e-voting and poll process conducted at the Annual General Meeting of the Gold Rock Investments Limited.

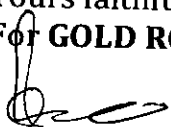
In terms of Clause 35B of Listing Agreement and pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014. We hereby submit the Scrutinizer's Report on the e-voting and poll process conducted for the resolutions at the Annual General Meeting of the Gold Rock Investments Limited held on 29th September, 2014 at Borivali Medical Brother Hood, Doctor House, 51st T. P. H. Road, Borivali (W), Mumbai 400092

Kindly take the same in your record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For GOLD ROCK INVESTMENTS LIMITED



Director

P. K. THANAWALA & CO.
CHARTERED ACCOUNTANTS

SCRUTINIZER'S REPORT - COMBINED

To,
The Chairman of Annual General Meeting of the Equity Shareholders of
Gold Rock Investments Limited held on 29th September, 2014 at
Borivali Medical Brother Hood, Doctor House, 51st T. P. H. Road, Mumbai 400 092

Dear Sir,

1. I, Pradip K. Thanawala (FCA 31799), have been appointed as Scrutinizer by
 - I. the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s);
 - II. the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s).
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting and poll, on the resolutions contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and poll at the AGM is restricted to presenting a Scrutinizer's report of the votes cast in favour or against the resolutions stated above, based on the reports generated from the e-voting system provided by the Alankit Assignments Ltd., the authorized agency engaged by the Company and the poll conducted by me.
3. I have issued separate Scrutinizer's Report dated 26/09/2014 on the e-voting and separate Scrutinizer's Report dated 30/09/2014 on the poll, on the resolution contained in the Notice to the AGM. As requested by the Management, I submit herewith my combined report on the results of e-voting together with the poll as under:-

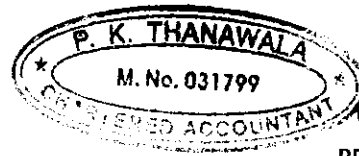
Item No. in the Notice	Total no. of persons voted/ shares	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		No. of persons voted/ shares	% of total no. of valid votes cast	No. of persons voted/ shares	% of total no. of valid votes cast	
Item No.1 Ordinary Resolution for adoption of Financial Statements for the financial year 2013-14	5/10440	5/10440	100%	NIL	NIL	NIL
Item No.2 Ordinary Resolution for re-appointment of Mr. Sanjeev Shriya (DIN:00014402) as a director	5/10440	5/10440	100%	NIL	NIL	NIL

P. K. THANAWALA

P. K. THANAWALA & CO.
CHARTERED ACCOUNTANTS

Item No. in the Notice	Total no. of persons voted/ shares	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		No. of persons voted/ shares	% of total no. of valid votes cast	No. of persons voted/ shares	% of total no. of valid votes cast	
Item No.3 Ordinary Resolution for appointment of M/s Khandelwal Jain & Co., Chartered Accountants, (Firm Registration No. 105049W) for Three years Statutory Auditors of the Company	5/10440	5/10440	100%	NIL	NIL	NIL

Place: MUMBAI
Date: 30.09.2014



P.K. Thanawala
PRADIP K. THANAWALA
(FCA 31799)
M/s P K Thanawala & Co.
Chartered Accountant
(FRN 110950-W)

P. K. THANAWALA & CO.
CHARTERED ACCOUNTANTS
FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. S. C. AYTHORA
(Chairman)

Annual General Meeting of the Equity Shareholders of Gold Rock Investments Limited held on 29th September, 2014 at Borivali Medical Brother Hood, Doctor House, 51st T. P. H. Road, Mumbai 400092.

Dear Sir,

I, **Pradip K. Thanawala (FCA 31799)**, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the **Annual General Meeting of the Equity Shareholders of Gold Rock Investments Limited**, held on **29th September, 2014 at Borivali Medical Brother Hood, Doctor House, 51st T. P. H. Road, Mumbai 400092**), submit our report as under:-

1. After the time fixed for closing of the poll by the Chairman, **One** ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorization/ proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the poll is as under:-

(a) **Resolution No. 1:** Ordinary Resolution for adoption of Financial Statements for the financial year 2013-14;

(i) Voted **in favour** of the resolution:

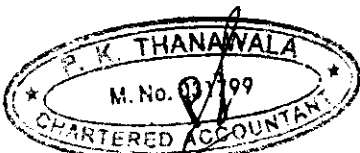
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	10,440	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL



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(b) **Resolution No. 2:** Ordinary Resolution for re-appointment of Mr. Sanjeev Shriya (DIN:00014402) as a director;

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	10,440	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

(c) **Resolution No. 3:** Ordinary Resolution for appointment of M/s Khandelwal Jain & Co., Chartered Accountants, (Firm Registration No. 105049W) for one year as Statutory Auditors of the Company;

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	10,440	100%

(ii) Voted **against** the resolution:

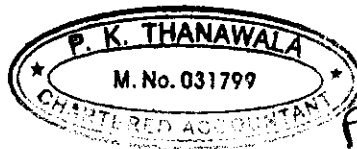
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

5. A compact disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the person authorized by the Board for safe keeping.

Thanking You,



Yours Faithfully

P. K. Thanawala

Place: Mumbai
Date: 30.09.2014

PRADIP K. THANAWALA
(FCA 31799)

M/s P K Thanawala & Co.
Chartered Accountant
(FBN 1100EQ W)

P. K. THANAWALA & CO.
CHARTERED ACCOUNTANTS

SCRUTINIZER'S REPORT – e-voting

To,
The Chairman of Annual General Meeting of the Equity Shareholders of
Gold Rock Investments Limited held on 29th September, 2014 at
Borivali Medical Brother Hood, Doctor House, 51st T. P. H. Road, Mumbai 400 092

Dear Sir,

I, **Pradip K. Thanawala (FCA 31799)**, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting, on the resolutions contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's report of the votes cast in favour or against the resolutions stated above, based on the reports generated from the e-voting system provided by the Alankit Assignments Ltd., the authorized agency engaged by the Company.

Therefore, I submit my report on the results of e-voting as under:-

Item No. in the Notice	Total no. of persons voted/ shares	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		No. of persons voted/ shares	% of total no. of valid votes cast	No. of persons voted/ shares	% of total no. of valid votes cast	
Item No.1 Ordinary Resolution for adoption of Financial Statements for the financial year 2013-14	---	---	---	---	---	Nil
Item No.2 Ordinary Resolution for re-appointment of Mr. Sanjeev Shriya (DIN:00014402) as a director	---	---	---	---	---	Nil
Item No.3 Ordinary Resolution for appointment of M/s Khandelwal Jain & Co., Chartered Accountants, (Firm Registration No. 105049W) for 3yrs & M/s. Parikh & Jain, Chartered Accountants, (Firm Registration No. 001105C) for 2 yrs as Joint Statutory Auditors of the Company	---	---	---	---	---	Nil