



गार्डन रीच शिपबिल्डर्स एण्ड इंजीनियर्स लिमिटेड Garden Reach Shipbuilders & Engineers Ltd.

(भारत सरकार का उपक्रम , रक्षा मंत्रालय)

(A GOVERNMENT OF INDIA UNDERTAKING, MINISTRY OF DEFENCE)

CIN NO. : L35111WB1934GOI007891

SECY/GRSE/BD-69/CA/PB/22-23

25 Jun 2022

To,

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C-1, Block G,

Bandra Kurla Complex, Bandra (E),

Mumbai – 400 051

Symbol: GRSE

BSE Limited

Floor-25, Phiroze Jeejeebhoy Towers,

Dalal Street, Fort

Mumbai – 400 001

Scrip Code: 542011

Sub: Result of Postal Ballot - Voting Results along with report of the Scrutinizer

1. This has reference to our letter No. SECY/GRSE/BD-69/CA/9/2022-23 dated 25 May 2022 on the subject matter of 'Intimation of Postal Ballot Notice – Reg 30'.
2. We wish to inform that Mr. A. K. Labh, Practicing Company Secretary of M/s. A. K. Labh & Co., Company Secretaries, who was appointed as Scrutinizer for conducting the postal ballot process has submitted his report to the Chairman & Managing Director of the Company and based on his report, the result of postal ballot was declared on 25 Jun 2022 at the Registered and Corporate Office of the Company.
3. In this regard, please find enclosed the following:
 - a) Voting Results of the business transacted in the Postal Ballot of the Company, as required under Regulation 44 of the SEBI (LODR) Regulations, 2015, as **Annexure-A**.
 - b) The Scrutinizer's Report dated 25 Jun 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B**.

पंजीकृत एवं मुख्य व्यवसायिक कार्यालय : जीआरएसई भवन, 61, गार्डन रीच रोड, कोलकाता - 700 024

Registered and Corporate Office : GRSE Bhavan, 61, Garden Reach Road, Kolkata - 700 024

फैक्स / Fax : 033-2469 8150, दूरभाष / Telephone : 033-2469 8105 - 108

Web : www.grse.in, E-mail : co.sec@grse.co.in

4. As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the resolutions as set out in the Notice of Postal Ballot dated 12 May 2022 with requisite majority. The aforesaid resolutions are deemed to be passed on the last date of e-voting i.e. 5:00 pm on Friday, 24 June 2022

5. This is for your information and record.

Thanking You,

Yours faithfully,
For Garden Reach Shipbuilders & Engineers Limited



Sandeep Mahapatra
Company Secretary and Compliance Officer
ICSI Membership No. ACS 10992

Encl: As above

GARDEN REACH SHIPBUILDERS & ENGINEERS LIMITED - POSTAL BALLOT - 2022								
Details of E-Voting Results								
Total number of shareholders on record date: '36498' No. of Shares: '114552000'								
Promoters and Promoter Group :			NA	No. of Shares:	NA			
Public :			NA	No. of Shares:	NA			
Details of the Agenda:								
Promoter/Public	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
1.Appointment of Shri Sanjay Dattatraya Panse (DIN: 02725875) as an Independent Director of the Company								
Special Resolution								
Promoter and Promoter Group	E-Voting		85341240	100.000	85341240	0	100.000	0.000
	Poll	85341240	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	85341240	85341240	100.000	85341240	0	100.000	0.000
Public – Institutional holders	E-Voting		11105456	85.975	11105456	0	100.000	0.000
	Poll	12917142	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	12917142	11105456	85.975	11105456	0	100.000	0.000
Public-Others	E-Voting		118774	0.729	101674	17100	85.602	14.397
	Poll	16293618		0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	16293618	118774	0.729	101674	17100	85.602	14.397
GRAND TOTAL		114552000	96565470	84.298	96548370	17100	99.982	0.017
Note : Invalid Votes by two shareholders having 2501 votes all in favour								



2. Appointment of Shri Sanjeeb Mohanty (DIN: 09559883) as an Independent Director of the Company

Special Resolution

Promoter and Promoter Group	E-Voting	85341240	85341240	100.000	85341240	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		85341240	85341240	100.000	85341240	0	100.000
Public – Institutional holders	E-Voting	12917142	11105456	85.975	9290859	1814597	83.660	16.340
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12917142	11105456	85.975	9290859	1814597	83.660
	E-Voting	16293618	118774	0.729	101771	17003	85.684	14.315
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16293618	118774	0.729	101771	17003	85.684
GRAND TOTAL		114552000	96565470	84.298	94733870	1831600	98.103	1.896

Note : Invalid Votes by two shareholders having 2501 votes all in favour



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

SCRUTINIZER'S REPORT

To
The Chairman & Managing Director
Garden Reach Shipbuilders & Engineers Limited
GRSE Bhavan
61, Garden Reach Road
Kolkata – 700024

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021 and MCA Circular No. 3/2022 dated 5th May, 2022 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 12th May, 2022.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 12th May, 2022. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under:
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 24th May, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 20th May, 2022.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
 - (c) The e-voting period remained open from 09:00 A.M. IST on Thursday, 26th May, 2022 up to 5:00 P.M. IST on Friday, 24th June, 2022.



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A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary

**A. K. LABH & Co.***Company Secretaries*

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

- (d) The shareholders holding shares as on the “cut off” date, i.e. Friday, 20th May, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 12th May, 2022.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Friday, 24th June, 2022 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, and has been included in our report.
- (f) The summary of the votes casted through e-voting (**EVEN:119904**) is as follows :-

SPECIAL BUSINESS:**(a) Resolution 1 : Special Resolution**

Appointment of Shri Sanjay Dattatraya Panse (DIN: 02725875) as an Independent Director of the Company

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	370	96548370	99.9823%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	22	17100	0.0177%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>



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A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
 DIM, DHRD, PGHDSM, DIRPM
 Practising Company Secretary

**A. K. LABH & Co.****Company Secretaries**

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2	2501
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(b) Resolution 2 : Special Resolution

Appointment of Shri Sanjeeb Mohanty (DIN: 09559883) as an Independent Director of the Company

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	351	94733870	98.1033%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	41	1831600	1.8967%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	2501

(c) Resolution 3 : Special Resolution

Appointment of Smt. Darshana Singh (DIN: 09567496) as an Independent Director of the Company



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DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

* *As informed to us by the management of the Company and also to the Stock Exchanges where the shares of the Company are listed, voting in respect of Resolution No. 3 regarding – 'Appointment of Smt. Darshana Singh (DIN: 09567496) as an Independent Director of the Company' stands null and void since the concerned Director has resigned from the post of Part-Time Non-Official Director (Independent Director) on the Board of the Company with effect from 1st June, 2022.*

4. The proposed effective resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of Postal Ballot through e-voting.
6. The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

Yours truly

For **A. K. LABH & Co.**

Company Secretaries

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(CS A. K. LABH)

Practising Company Secretary

FCS – 4848 / CP No. – 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848D000529812

Place : Kolkata

Dated : 25.06.2022



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

2. 

(Amushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer

For Garden Reach Shipbuilders & Engineers Limited


Cmde Hari P R, IN (Retd.)
Chairman & Managing Director
(DIN: 08591411)

