



गार्डन रीच शिपबिल्डर्स एण्ड इंजीनियर्स लिमिटेड Garden Reach Shipbuilders & Engineers Limited

(भारत सरकार का उपक्रम , रक्षा मंत्रालय)

(A GOVERNMENT OF INDIA UNDERTAKING, MINISTRY OF DEFENCE)

CIN NO. : L35111WB1934GOI007891

SECY/GRSE/BD-69/CA/07/19-20

10 Jul 2019

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

Dear Sir / Madam,

Sub: Result of Postal Ballot and submission of Voting Result along with report of the Scrutinizer – Reg 44 of SEBI (LODR) Reg, 2015

1. This has reference to our letter No. SECY/GRSE/BD-69/CA/5/19-20 dated 08 Jun 2019 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, 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 9th July, 2019 at the Registered Office of the Company.
3. In terms of Regulation 44 of of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results along with the report of the Scrutinizer in the SEBI prescribed format.
4. As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the Resolutions as embodied in the Postal Ballot Notice dated 29th May 2019 with requisite majority. The aforesaid Resolutions are deemed to have been passed on the last date of e-voting and receipt of Postal Ballot forms i.e. on Monday, 8th July 2019.
5. The Report of the Scrutinizer is placed on the Company's website i.e. www.grse.in.

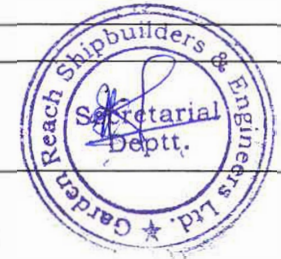
Thanking You,

Yours faithfully,
For GARDEN REACH SHIPBUILDERS & ENGINEERS LIMITED


Sandeep Mahapatra
Company Secretary and Compliance Officer

GARDEN REACH SHIPBUILDERS & ENGINEERS LIMITED (POSTAL BALLOT - 2019)

Date of the AGM/EGM	NA
Total number of shareholders on record date	10399
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NA



Resolution (1) - Consent to authorize the Board of Directors to borrow under section 180(1)(c) of the Companies Act, 2013 upto Rs. 5,000 crore

Resolution required: (Ordinary/ Special)			Special					
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	85341240	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		85341240	0	0	0	0	0
Public - Institution	E-Voting	22677826	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22677826	0	0	0	0	0
Public – Non Institution	E-Voting	6532934	51068	0.78	50478	590	98.84	1.16
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		14540	0.22	14142	398	97.26	2.74
	Total		6532934	65608	1	64620	988	98.49
GRAND TOTAL		114552000	65608	0.06	64620	988	98.49	1.51

Resolution (2) - Consent to authorize Board of Directors for creation of charges etc. in respect of borrowings under section 180(1)(a) of the Companies Act, 2013 upto Rs. 5,000 crore.								
Resolution required: (Ordinary/ Special)			Special					
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	85341240	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		85341240	0	0	0	0	0
Public - Institution	E-Voting	22677826	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22677826	0	0	0	0	0
Public – Non Institution	E-Voting	6532934	50948	0.78	48404	2544	95.01	4.99
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		14275	0.22	13877	398	97.21	2.79
	Total		6532934	65223	1	62281	2942	95.49
GRAND TOTAL		114552000	65223	0.06	62281	2942	95.49	4.51


 सदीप महापात्र / Sandeep Mahapatra
 कंपनी सचिव / Company Secretary
 गार्डन रीच शिपबिल्डर्स एंड इंजीनियर्स लि.
 GARDEN REACH SHIPBUILDERS & ENGINEERS LTD.
 43/46, Garden Reach Road,
 Kolkata - 700 024

A. K. LABH

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

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Garden Reach Shipbuilders & Engineers Limited
43/46 Garden Reach Road
Kolkata - 700024
West Bengal

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 29th May, 2019.
- (2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolutions contained in the Notice of the postal ballot and e-voting dated the 29th May, 2019. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots 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) and of voting received through postal ballots as provided by M/s. Alankit Assignments Limited, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail / other permitted modes as applicable on 7th June, 2019 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 31st day of May, 2019.
 - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
 - (c) The ballot boxes were opened after 5:00 p.m. on Monday, 8th day of July, 2019 in our presence.



A. K. LABH

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- (d) The postal ballot forms were duly opened in our presence and scrutinized.
- (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5:00 p.m. on Monday, 8th day of July, 2019 the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5:00 p.m. on Monday, 8th day of July, 2019, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) 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).
- (j) The e-voting period remained open from 09:00 A.M. IST on Sunday, the 9th day of June, 2019 up to 5:00 P.M. IST on Monday, the 8th day of July, 2019.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 31st day of May, 2019 were entitled to vote on the proposed resolutions as mentioned in the notice of the postal ballot and e-voting dated 29th day of May 2019.
- (l) The result of the electronic voting was downloaded after 5:00 p.m. on Monday, the 8th day of July, 2019 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. Sanjay Sharma, residing at 417, Belilious Road, South Howrah - 711101 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVEN: 110740)] is as follows :-



A. K. LABH

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SPECIAL BUSINESS:

Resolution 1 : Special Resolution

Consent to authorize the Board of Directors to borrow under section 180(1)(c) of the Companies Act, 2013 upto Rs. 5,000 crore

(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>
E-voting	129	50478	
Voting by ballot	70	14142	
Total	199	64620	98.49%

(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>
E-voting	6	590	
Voting by ballot	3	398	
Total	9	988	1.51%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
12	6353123



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Resolution 2 : Special Resolution

Consent to authorize the Board of Directors for creation of charges etc, in respect of borrowings under section 180(1)(a) of the Companies Act, 2013 upto Rs. 5,000 crore

(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>
E-voting	127	48404	
Voting by ballot	65	13877	
Total	192	62281	95.49%

(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>
E-voting	7	2544	
Voting by ballot	3	398	
Total	10	2942	4.51%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
12	6353123



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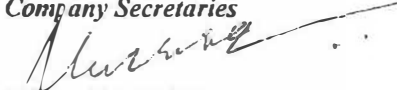
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4. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata
Dated: 09.07.2019



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
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Witness:

1. *Sanjay Sharma.*

(Sanjay Sharma)

417, Belilious Road, South
Howrah - 711101



2. *Anushree Dasgupta*

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

Received the Report of the Scrutinizer

For Garden Reach Shipbuilders & Engineers Limited

V K Saxena

RAdm V K Saxena, IN (Retd.)
Chairman & Managing Director
DIN: 07696782

