



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

30 Aug 2022

To,

National Stock Exchange of India Limited

Exchange Plaza

Bandra Kurla Complex, Bandra (E),

Mumbai – 400 051

Symbol: GRSE

BSE Limited

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/18/2022-23 dated 30 Jul 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 their report and based on their report, the result of postal ballot was declared on 30 Aug 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 30 Aug 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B**.

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 26 July 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 Monday, 29 August 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 Notice Dated 26 July, 2022								
Details of E-Voting Results								
Total number of shareholders on record date: '37743' No. of Shares: '114552000'								
Promoters and Promoter Group :			NA	No. of Shares:	NA			
Public :			NA	No. of Shares:	NA			
Detail 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. Confirmation of the Appointment of Cdr. Shantanu Bose, IN (Retd.) (DIN: 09631817) as Whole Time Director designated as Director (Shipbuilding) of the Company and in this regard to consider and if thought fit, to pass the following Resolutions as an Ordinary Resolution								
Ordinary Resolution								
Promoter and Promoter Group	E-Voting	85341240	0	0.000	0	0	0.000	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	0	0.000	0	0	0.000
Public – Institutional holders	E-Voting	12516346	10608855	84.760	10357165	251690	97.628	2.372
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12516346	10608855	84.760	10357165	251690	97.628
Public-Others	E-Voting	16694414	153073	0.917	150429	2644	98.273	1.727
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16694414	153073	0.917	150429	2644	98.273
GRAND TOTAL		114552000	10761928	9.395	10507594	254334	97.637	2.363
Note : Invalid Votes by two shareholders having 2001 votes all in favour								



2. Confirmation of the Appointment of Cmde Hari P R, IN (Retd.) (DIN: 08591411) as Chairman & Managing Director of the Company and in this regard to consider and, if thought fit, to pass the following Resolutions as an Ordinary Resolution

Ordinary Resolution								
Promoter and Promoter Group	E-Voting	85341240	0	0.000	0	0	0.000	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	0	0.000	0	0	0.000
Public – Institutional holders	E-Voting	12516346	10608855	84.760	10571135	37720	99.644	0.356
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12516346	10608855	84.760	10571135	37720	99.644
Public-Others	E-Voting	16694414	152503	0.913	149255	3248	97.870	2.130
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16694414	152503	0.913	149255	3248	97.870
GRAND TOTAL		114552000	10761358	9.394	10720390	40968	99.619	0.381

Note : Invalid Votes by two shareholders having 2001 votes all in favour

3. Confirmation of the Appointment of Shri Rajeev Prakash (DIN: 08590061) as Government Nominee Director of the Company and in this regard to consider and, if thought fit, to pass the following Resolutions as an Ordinary Resolution

Ordinary Resolution								
Promoter and Promoter Group	E-Voting	85341240	0	0.000	0	0	0.000	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	0	0.000	0	0	0.000
Public – Institutional holders	E-Voting	12516346	10608855	84.760	8527232	2081623	80.378	19.622
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12516346	10608855	84.760	8527232	2081623	80.378
Public-Others	E-Voting	16694414	152403	0.913	149004	3399	97.770	2.230
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16694414	152403	0.913	149004	3399	97.770
GRAND TOTAL		114552000	10761258	9.394	8676236	2085022	80.625	19.375

Note : Invalid Votes by two shareholders having 2001 votes all in favour



4. Borrowing Powers of the Company and in this regard to consider and, if thought fit, to pass the following Resolutions as a Special Resolution

Special Resolution								
Promoter and Promoter Group	E-Voting	85341240	0	0.000	0	0	0.000	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	0	0.000	0	0	0.000
Public – Institutional holders	E-Voting	12516346	10608855	84.760	10608855	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		12516346	10608855	84.760	10608855	0	100.000
Public-Others	E-Voting	16694414	153392	0.919	149954	3438	97.759	2.241
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16694414	153392	0.919	149954	3438	97.759
GRAND TOTAL		114552000	10762247	9.395	10758809	3438	99.968	0.032

Note : Invalid Votes by two shareholders having 2001 votes all in favour

5. Creation of Security / Charge on the Company's Assets with respect to Borrowing and in this regard to consider and, if thought fit, to pass the following Resolutions as a Special Resolution

Special Resolution								
Promoter and Promoter Group	E-Voting	85341240	0	0.000	0	0	0.000	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	0	0.000	0	0	0.000
Public – Institutional holders	E-Voting	12516346	10608855	84.760	10608855	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		12516346	10608855	84.760	10608855	0	100.000
Public-Others	E-Voting	16694414	153392	0.919	149873	3519	97.706	2.294
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		16694414	153392	0.919	149873	3519	97.706
GRAND TOTAL		114552000	10762247	9.395	10758728	3519	99.967	0.033

Note : Invalid Votes by two shareholders having 2001 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

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SCRUTINIZER'S REPORT

To
The Chairman
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 26th July, 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 26th July, 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 29th July, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 27th July, 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 Sunday, 31st July, 2022 up to 5:00 P.M. IST on Monday, 29th August, 2022.
 - (d) The shareholders holding shares as on the "cut off" date, i.e. Friday, 27th July, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 26th July, 2022.



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- (e) The result of the e-voting was downloaded after 5:00 p.m. on Monday, 29th August, 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:120553) is as follows:

SPECIAL BUSINESS:

(a) Resolution 1 : Ordinary Resolution

Confirmation of the Appointment of Cdr. Shantanu Bose, IN (Retd.) (DIN: 09631817) as Whole Time Director designated as Director (Shipbuilding) 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	481	10505593	97.6363%

(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	38	254334	2.3637%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	2001



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(b) Resolution 2 : Ordinary Resolution

*Confirmation of the Appointment of Cmde Hari P R, IN (Retd.) (DIN: 08591411) as
Chairman & Managing 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	483	10718389	99.6192%

(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	34	40968	0.3808%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	2001

(c) Resolution 3 : Ordinary Resolution

*Confirmation of the Appointment of Shri Rajeev Prakash (DIN: 08590061) as
Government Nominee 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	472	8674235	80.6211%

(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	44	2085022	19.3789%



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(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	2001

(d) Resolution 4 : Special Resolution

Borrowing Powers 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	482	10756808	99.9680%

(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	34	3438	0.0320%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	2001

(e) Resolution 5 : Special Resolution

Creation of Security / Charge on the Company's Assets with respect to Borrowing

(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	481	10756727	99.9673%



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Website : www.aklabh.com

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	35	3519	0.0327%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	2001

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 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

(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000876026



Place : Kolkata
Dated : 30-08-2022



A. K. LABH

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



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Witness:

1. 

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

2. 

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



Received the Report of the Scrutinizer

For Garden Reach Shipbuilders & Engineers Limited



Ramesh Kumar Dash
Director (Finance)
(DIN: 08511344)

