



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

(भारत सरकार का उपक्रम / A Govt. of India Undertaking), रक्षा मंत्रालय / Ministry of Defence

Regd and Corp Office: GRSE BHAVAN, 61, Garden Reach Road, Kolkata - 700 024

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Web: www.grse.in, E-mail: investor.grievance@grse.co.in (CIN: L35111WB1934GOI007891)



NOTICE TO THE MEMBERS OF 106th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 106th Annual General Meeting ('AGM') of Garden Reach Shipbuilders & Engineers Limited (the 'Company') will be held on **Monday, 26th September, 2022 at 10:30 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**, in compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with all applicable circulars on the matter issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), to transact the business set out in the Notice calling the AGM, without the physical presence of the Members at a common venue.

The Notice of the 106th AGM and the Annual Report including the audited financial statements for the financial year 2021-22 along with Board's Report, Auditors' Report and other documents required to be attached thereto, have been sent by email to all the Members of the Company whose email addresses are registered with the Company/ Depository Participant(s)/ Depository. The dispatch of Notice of 106th AGM and Annual Report has been completed on Thursday, 01st September, 2022. The requirements of sending physical copy of the Notice of the AGM and Annual Report have been dispensed with vide MCA and SEBI Circulars. The Notice of the AGM and the Annual Report are available on the Company's website at **www.grse.in** and on the website of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at **www.nseindia.com** and **www.bseindia.com** respectively.

Members can join and participate in the AGM through VC/ OAVM facility only. The information and instruction comprising manner of voting including voting remotely and joining AGM by Members has been provided in the Notice of the 106th AGM. Members participating through the VC/ OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Remote e-voting and e-voting during AGM

The Company is providing to its Members remote e-voting facility to all its members to cast their votes on all the resolutions set out in the Notice of the AGM. The Company has engaged the service of **NSDL** as the agency to provide e-voting facility. The facility of voting through electronic voting system shall also be made available during the AGM. The Members attending the AGM, who have not already cast their vote by remote e-voting shall be able to vote electronically during the AGM.

A person, whose name recorded in the Register of Members / Beneficial Owners maintained as on **Monday, 19th September, 2022 (i.e. 'the cut-off date')** only shall be entitled to avail the facility of remote e-voting as well as voting during AGM.

The remote e-voting shall commence at **9:00 a.m. on Wednesday, 21st September, 2022 and end at 5:00 p.m. on Sunday, 25th September, 2022**. The remote e-voting shall not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled upon expiry of the aforesaid period.

The Members may note that Members who have cast their vote(s) by remote e-voting may also attend the AGM but will not be entitled to cast their vote(s) again during the AGM.

Any person, who acquire shares and becomes a member after dispatch of the Notice of the AGM and before the cut-off date may obtain the User ID and password and cast their votes using the e-voting instructions in the manner as provided in the Notice of the AGM.

Book Closure & Dividend

The Register of Members and Share Transfer Books of the Company shall remain closed from **20th September, 2022 to 26th September, 2022 (both days inclusive)** for the purpose of 106th AGM of the Company and payment of final dividend. Dividend, if approved at the AGM, will be payable within 30 days from the date of declaration, to those Members whose names appear on the Register of Members / Beneficial Owners as on the cut-off date (i.e. 19 Sep 2022).

Manner of registering / updating email addresses

Members who have not registered their email addresses so far or who want to update their email address are requested to approach their respective Depository Participant(s) for shares held in demat mode and in respect of shares held in physical form by writing to Registrar and Share Transfer Agent of the Company at **rta@alankit.com** or to the Company at **investor.grievance@grse.co.in** by mentioning their folio number, for receiving all communications electronically.

Members are also requested to register/update their Bank mandate for receipt of Dividend as per the instructions in the Notice of the AGM.

The Company has appointed Mr. A. K. Labh, Practising Company Secretary (FCS: 4848 / CP No.: 3238) of M/s. A. K. Labh & Co., Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

Pursuant to the Income Tax Act, 1961, the Company is required to deduct Tax at Source (TDS) at the applicable rates on the dividend paid to its shareholders. For more details, please refer to the Notice of 106th AGM.

The above information is being issued for the information and benefit of all Members of the Company and is in compliance with the applicable circulars issued by MCA and SEBI. In case of any queries, Members are requested to contact M/s. Alankit Assignments Limited at **rta@alankit.com**, Phone no. 011- 4254-1234/1954 or to the Company at **investor.grievance@grse.co.in**, duly quoting their Demat account / Folio details.

For Garden Reach Shipbuilders & Engineers Limited
Sd/-

Sandeep Mahapatra

Company Secretary and Compliance Officer

Membership No. ACS:10992

Place : Kolkata

Date : 01st September, 2022