



GOODRICKE GROUP LIMITED

Registered Office :
"Camellia House" 14, Gurusaday Road, Kolkata - 700 019
Telephone : 2287-3067, 2287-8737, 2287-1816
Fax No. (033) 2287-2577, 2287-7089
E-mail : goodricke@goodricke.com
visit us at : www.goodricke.com
CIN-L01132WB1977PLC031054

Date: 30.07.2024

To
Corporate Relationship Department,
BSE Limited,
Phiroze JeeJeebhoy Towers,
Dalal Street, Mumbai – 400001

BSE SCRIP Code – 500166

Dear Sir/Madam,

Sub: Submission of Voting Results along with the Scrutinizer's Report for the 48th Annual General Meeting of Goodricke Group Limited ('the Company')

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and consolidated Scrutinizer's report on the voting through electronic means (i.e. remote e-voting and e-voting at the meeting), in respect of the items forming part of the Notice convening the 48th Annual General Meeting (AGM) of the Company held on 29th July, 2024. All the resolutions outlined in the said Notice have been passed with requisite majority.

The voting results along with the Scrutinizer's Report, are available on the website of the Company at www.goodricke.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com

You are requested to kindly take above information on your records.

Thanking You,

Yours faithfully,
FOR GOODRICKE GROUP LIMITED

Arnab Chakraborty
Digitally signed by
Arnab Chakraborty
Date: 2024.07.30
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**A. CHAKRABORTY
COMPANY SECRETARY**

Encl.: As above

Goodricke Group Limited

Voting Results of the 48th Annual General Meeting

Resolution Required :Ordinary			1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	15984000	15984000	100.0000	15984000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15984000	100.0000	15984000	0	100.0000	0.0000	0
Public Institutions	E-Voting	1115	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	5614885	12810	0.2281	12701	109	99.1491	0.8509	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12810	0.2281	12701	109	99.1491	0.8509	0
Total		21600000	15996810	74.0593	15996701	109	99.9993	0.0007	0
Whether resolution is pass or not								Yes	

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Goodricke Group Limited

Resolution Required :Ordinary		2 - To re-appoint Mr. Soumen Mukherjee (DIN 08240868), who retires by rotation and being eligible, offers himself for reappointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	15984000	15984000	100.0000	15984000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15984000	100.0000	15984000	0	100.0000	0.0000	0
Public Institutions	E-Voting	1115	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	5614885	12804	0.2280	12695	109	99.1487	0.8513	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12804	0.2280	12695	109	99.1487	0.8513	0
Total		21600000	15996804	74.0593	15996695	109	99.9993	0.0007	0
Whether resolution is pass or not								Yes	

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Goodricke Group Limited

Resolution Required :Special		3 - To approve the appointment of Mr. Srikumar Menon (DIN 00470254) as an Independent Director effective from 10th May, 2024 for a tenure of 5 years.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	15984000	15984000	100.0000	15984000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15984000	100.0000	15984000	0	100.0000	0.0000	0
Public Institutions	E-Voting	1115	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	5614885	12810	0.2281	12701	109	99.1491	0.8509	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12810	0.2281	12701	109	99.1491	0.8509	0
Total		21600000	15996810	74.0593	15996701	109	99.9993	0.0007	0
Whether resolution is pass or not								Yes	

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Goodricke Group Limited

Resolution Required: Ordinary		4 - To ratify the remuneration payable to the Cost Auditor M/s. Shome & Banerjee, Cost Accountants (Firm Registration No.: 000001) for the financial year 31st March, 2025.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	15984000	15984000	100.0000	15984000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15984000	100.0000	15984000	0	100.0000	0.0000	0
Public Institutions	E-Voting	1115	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	5614885	12810	0.2281	12681	129	98.9930	1.0070	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12810	0.2281	12681	129	98.9930	1.0070	0
Total		21600000	15996810	74.0593	15996681	129	99.9992	0.0008	0
Whether resolution is pass or not								Yes	

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ANJAN KUMAR ROY & CO
COMPANY SECRETARIES
A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN:F005684F000846667

SCRUTINIZER'S REPORT

Date: 29th July, 2024

To
The Chairman
M/s. Goodricke Group Limited
Camellia House
14 Gurusaday Road
Kolkata-700019

Sub: Scrutinizer's Report on the "Remote Electronic Voting" and "Electronic Voting during the Annual General Meeting", in respect of the resolutions mentioned in the notice of 48th Annual General Meeting of M/s. Goodricke Group Limited (CIN: L01132WB1977PLC031054), held on 29th July, 2024 through Video Conference / Other Audio-Visual Means.

Dear Sir,

(A) I, Anjan Kumar Roy (FCS: 5684 and C.O.P. No.: 4557), Proprietor of M/s. ANJAN KUMAR ROY & CO., Company Secretaries, have been appointed, as the Scrutinizer by the Board of Directors of **M/s. Goodricke Group Limited** (here in after to be referred as "**the Company**") vide the resolution passed at their meeting held on **21st May, 2024**, pursuant to Section 108 and Section 110 of the Companies Act 2013 ("**the Act**"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") from time to time, to carry out scrutiny of votes in a fair and transparent manner cast by the members of the Company through "Remote Electronic Voting" (here in after to be referred as "**Remote E - Voting**") and "Electronic Voting during the Annual General Meeting" (here in after to be referred as "**E-Voting during the AGM**"), in respect of the resolutions set out in the notice of the 48th Annual General Meeting of the Company, held on 29th July, 2024 (here in after to be referred as "**AGM**").

(B) The aforesaid AGM has been held through Video Conference/Other Audio-Visual Means, without the physical presence of members, pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Rules, revised Secretarial Standard on General Meetings (**SS-2**) issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and also read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, and 09/2023 dated September 25, 2023 and other applicable Circulars issued by Ministry of Corporate Affairs, Government of India in this regard (collectively referred to as "**MCA Circulars**") which allowed, inter-alia, conduct of AGM through Video Conferencing / other Audio-Visual Means ("**VC/OAVM**") on or before 30th September, 2024 and also read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India (SEBI) . I have conducted scrutiny of votes cast by the members of the Company through "Remote E-voting" and "E-Voting during the AGM", in respect of the resolutions no. 1 to 4, as mentioned below in paragraph (C) of this report. Accordingly, I submit my report hereunder:

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- i. As per the information and documents provided to me by the officers of the Company, the Company has completed by **3rd July, 2024**, the dispatch of the Notice of AGM dated **21st May, 2024**, electronically along with statement setting out material facts under Section 102 of the Act, convening the AGM, to the members of the Company. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of the said AGM has been placed on the website of the Company.
- ii. The relevant Notice of the said AGM, mentioned *inter alia*, that the business would be transacted through Video Conference / Other Audio-Visual Means at the said AGM and the necessary facilities for Remote E-voting and E-voting during the AGM would be provided by the National Securities Depository Limited (here in after to be referred as "NSDL")
- iii. I have been shown by the officers of the Company, the advertisements made on 4th July, 2024 in newspapers being "**Business Standard**" (English daily, all editions) and "**Aajkal**" (Bengali daily, Kolkata edition) containing, inter alia, the following information:
- a. Statement that the AGM will be held and business would be conducted through Video Conference / Other Audio-Visual Means.
- b. Statement that the period of Remote E- Voting shall start from **9.00 A.M. On 25th July, 2024** and shall end at **5.00 P.M. on 28th July, 2024**.
- c. Statement that the cut-off date for determining eligibility to cast vote by the members of the Company is **22th July, 2024** and such persons who are the shareholders of the Company on the said cut-off date were entitled to cast their vote either by Remote E- Voting or E- Voting during the AGM on the relevant resolutions.
- d. Statement that members who have cast their vote by Remote E - Voting may attend the said AGM through Video Conference or Other Audio-Visual Means but shall not be entitled to cast their vote again.
- e. The statement that Remote E - Voting module would be disabled by NSDL after **5.00 P.M on 28th July, 2024**.
- f. Statement that facility to cast vote by Remote E-Voting has been provided by NSDL.
- g. Website address of the Company and of the NSDL where Notice of the said AGM was displayed.
- h. Contact details, in case of grievances/queries.
- iv. That to the best of my understanding the Remote E - Voting was open from **9.00 A.M. on 25th July, 2024 to 5.00 P.M. on 28th July, 2024**.
- v. That to the best of my understanding the Remote E- Voting facility in respect of the aforesaid AGM of the Company at the portal i.e., www.evoting.nsdl.com, where Remote E- Voting facility was provided, was blocked after **5.00 P.M. on 28th July, 2024**.
- vi. The AGM was concluded at **03:55 P.M. on 29th July, 2024**. A facility to cast vote by E-voting was provided to those members, who were present in the said AGM through Video Conference or Other Audio-Visual Means and had not cast their vote on the resolutions through Remote E-Voting and such facility was available upto 30 minutes after the conclusion of the aforesaid AGM.
- vii. That the data of Remote E-Voting and E- Voting at portal www.evoting.nsdl.com was unblocked by me at **04:33 P.M. on 29th July, 2024**, that is after the E- Voting at the aforesaid AGM was completed. The said E- Voting data was unblocked by me in the presence of the following persons;

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UDIN:F005684F000846667

- a. Saurabh Jha
- b. Yashmin Khatoon

who are not in the employment of the Company.

- viii. The results of Remote E- Voting, containing the detail of votes cast by Remote E - Voting mode and E Voting at the AGM has been downloaded from the aforesaid portal of NSDL, the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Remote E - Voting and E – Voting during the AGM.
- ix. I have received the relevant Board resolution passed by the Board of Directors of “corporate shareholders” of the Company authorizing person(s) to act and vote pursuant to section 113 of the Act, on the resolutions mentioned in the Notice.

(C) That the details of voting, through Remote E – Voting and E- Voting at the AGM, in respect of the resolutions as set out in the Notice of AGM, are as hereunder:

ORDINARY BUSINESS:

Item No. 1- ORDINARY BUSINESS, ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon.

- i. Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	95	1,59,96,571	99.9985
E - voting at the AGM	4	130	0.0008
Total	99	1,59,96,701	99.9993

- ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	7	109	0.0007
E- voting at the AGM	-	-	-
Total	7	109	0.0007

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iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting	-	-
E - voting at the AGM	-	-
Total	-	-

Item No. 2- ORDINARY BUSINESS, ORDINARY RESOLUTION:

To re-appoint Mr. Soumen Mukherjee (DIN 08240868), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	94	1,59,96,565	99.9985
E - voting at the AGM	4	130	0.0008
Total	98	1,59,96,695	99.9993

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	7	109	0.0007
E - voting at the AGM	-	-	-
Total	7	109	0.0007

iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting at the AGM	-	-
Total	-	-

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SPECIAL BUSINESS:

Item No. 3- SPECIAL BUSINESS, SPECIAL RESOLUTION:

Appointment of Mr. Srikumar Menon, (DIN 00470254) as a Non-Executive Independent Director of the company for a term of five continuous years effective from 10th May, 2024 till 9th May, 2029.

i. Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	95	1,59,96,571	99.9985
E - voting at the AGM	4	130	0.0008
Total	99	1,59,96,701	99.9993

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E-voting	7	109	0.0007
E - voting at the AGM	-	-	-
Total	7	109	0.0007

iii. **Invalid** Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting at the AGM	-	-
Total	-	-

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Item No. 4- SPECIAL BUSINESS, ORDINARY RESOLUTION:

Ratification of remuneration of M/s. Shome & Banerjee, Cost Auditors of the Company for the financial year ending 31st March, 2025.

i. Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	94	1,59,96,551	99.9984
E – voting at the AGM	4	130	0.0008
Total	98	1,59,96,681	99.9992


ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	8	129	0.0008
E – voting at the AGM	-	-	-
Total	8	129	0.0008

iii. **Invalid** Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting	-	-
E - voting at the AGM	-	-
Total	-	-

FOR, ANJAN KUMAR ROY & CO.
Company Secretaries


ANJAN KUMAR ROY
FCS 5684
C.O.P. No. 4557
C.O.P. Unique Code: I2002WB282300
UDIN: F005684F000846667
Peer Review Certificate No.: 869/2020
Firm Unique Code: S2002WB051400

