

Ref No.: GGD/Sec./2024/09/02

Date: 28 September 2024

**BSE Scrip Code: 505250**

**To,**  
Corporate Relationship Department  
BSE Limited Floor no.25,  
P J Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir,

**Sub: Proceedings and Outcome of the Adjourned 85<sup>th</sup> Annual General Meeting of the members of the Company.**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended from time to time, we hereby submit the proceedings of the Adjourned 85<sup>th</sup> Annual General Meeting of the Company held on Saturday, 28 September 2024 at 11.06 AM through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”).

The voting result along with Scrutinizer’s report will be submitted after receipt of scrutinizer’s report.

This is for your information and record.

Thanking you,

Yours faithfully,  
For **G. G. Dandekar Properties Limited**  
(formerly known as **G. G. Dandekar Machine Works Limited**)

Pranav Deshpande  
Executive Director  
DIN- 06467549  
Address: 184, Sanjeevan Society, Sahakar Nagar no. 1, Pune 411009

**PROCEEDINGS OF THE ADJOURNED 85<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF G. G. DANDEKAR PROPERTIES LIMITED (FORMERLY KNOWN AS G. G. DANDEKAR MACHINE WORKS LIMITED) HELD ON SATURDAY, 28<sup>TH</sup> SEPTEMBER 2024, FROM 11.06 AM (IST) TILL 11.28 AM (IST) THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”).**

**Directors present through Video Conferencing:**

Mr. Purab Gujar	Chairperson, Non-executive Non-Independent Director
Mr. Pranav Deshpande	Executive Director & CEO
Mr. Rahul Kothari	Independent Director and Chairperson of the Stakeholders Relationship Committee and Nomination and Remuneration Committee
Mr. Sanket Deshpande	Independent Director and Chairperson of the Audit committee
Mrs. Vibha Surana	Non-Executive Non-Independent Director

**In attendance through Video Conferencing:**

Mr. Pankaj Parkhi	Chief Financial Officer
Mrs. Ashwini Paranjape	Company Secretary and Compliance officer

**Representatives present through Video Conferencing:**

Mrs. Bageshri Khadilkar	Partner, M/s. C N K J B M S & Associates, Statutory Auditors
Mr. Mahesh Athavale	Partner, Kanj & Co LLP, Secretarial Auditors

The Chairman commenced the proceedings by welcoming the Members to the Adjourned 85<sup>th</sup> AGM. The Chairman made the following announcements that:

I. The requisite quorum as required was present and therefore, called the meeting to order.

II. The Chairman of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and representatives of Statutory Auditors and Secretarial Auditors were present at the meeting.

III. Pursuant to circulars issued by MCA and SEBI, the Adjourned 85<sup>th</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by MCA in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing (Obligations and Disclosure Requirements) Regulations, 2015.

CIN: L70100MH1938PLC002869

Regd. Office & Factory:

B-211/1, MIDC Butibori Industrial Area, Kinhi Village,

Tah. Hingna, Dist.: Nagpur - 441122, Maharashtra

Tel.: (07103) 295109 | Website: [www.ggdandekar.com](http://www.ggdandekar.com)

Mail ID: [cs@ggdandekar.com](mailto:cs@ggdandekar.com)

IV. In accordance with the Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India (“ICSI”) read with Guidance / Clarification dated 15 April, 2020 issued by ICSI, the proceedings of the Adjourned 85<sup>th</sup> AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed Venue of the Adjourned 85<sup>th</sup> AGM.

The Chairman introduced the members of the Board of Directors, KMP and auditors of the Company.

V. The Auditors’ Report and Register of Directors and Key Managerial Personnel maintained under Section 170 (1) of the Companies Act, 2013 and Register of Contracts with Related Party maintained under section 189 (1) of the Companies Act, 2013 are available for e-inspection.

VI. The Notice for the adjourned 85<sup>th</sup> Annual General Meeting was taken as read. The Independent Auditor’s Report was not required be read, since the same does not contain any qualification. There were some observations in the secretarial audit report which were read at the original 85<sup>th</sup> Annual General Meeting held on 28 August 2024 and the attention was invited to relevant comments in the Board’s report which were self-explanatory.

Thereafter, Mr. Purab Gujar – Chairman of the Company informed the following:

That the 85<sup>th</sup> AGM of the members of the Company was held on 28<sup>th</sup> August 2024 and following items of ordinary and special business were transacted at that meeting:

<b>Sr. No.</b>	<b>Description of the item</b>
<b>Ordinary Business</b>	
1	To receive, consider and adopt a) the Audited Standalone Financial Statements for the Financial Year ended 31st March 2024 together with the Reports of the Board of Directors and the Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024 and the Auditors report thereon.
2	To consider appointment of a director in place of Mr. Pranav Deshpande (DIN: 06467549), who retires by rotation and being eligible, offers himself for re-appointment.
<b>Special Business</b>	
3	To appoint Mr. Purab Gujar having DIN 01186763 as a Non-executive Non-Independent Director of the Company.
4	To appoint Mrs. Vibha Surana having DIN 08017202 as a Non-executive Non-Independent Director of the Company.

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That the Scrutinizer's report on e-voting was issued to the Company on 29 August 2024 and all the resolutions for above-mentioned businesses were passed with requisite majority.

The Chairman informed the following regarding adjourning the 85<sup>th</sup> AGM:

Due to inadvertent omission of the ordinary business and suitable resolution for appointment of auditor for a next term of 5 years pursuant to the provisions of the Section 139 (2) (b) of the Companies Act, 2013 while dispatching the notice of the AGM, the original 85<sup>th</sup> AGM held on 28 August 2024 was adjourned with permission of the members present at that meeting to a later date to be decided by the Board of Directors of the Company.

Thereafter, the Board of Directors of the Company decided that the adjourned 85<sup>th</sup> AGM be called and held on 28 September 2024.

This adjourned AGM is in continuation of the original AGM held on 28 August 2024 and pursuant to the secretarial standard No. 2 on general meetings, at an adjourned meeting, only the unfinished business of the original meeting shall be considered.

Therefore, the ordinary business related to appointment of statutory auditor of the Company for a next term of 5 years will only be considered at this meeting.

Thereafter, the following item of business as per the Notice for the adjourned 85<sup>th</sup> Annual General Meeting was recommended for members' consideration and approval:

<b>Sr. No.</b>	<b>Description of the item</b>
<b>Ordinary Business</b>	
1	To re-appoint the Statutory Auditors of the Company and to fix their remuneration.

The Company had received 1 registration for Speaker Shareholder. The Speaker shareholder was unmuted and he expressed his views and question. The Chairman answered the question.

Thereafter, Ms. Ashwini Paranjape – Company Secretary of the Company informed the Members the following:

I. The remote e-voting facility was kept open for a period of three days from Wednesday, 25 September 2024 at 09.00 A.M.(IST) to Friday, 27 September 2024 at 05.00 P.M.(IST)

II. The Members who had not cast their votes electronically, were provided an opportunity to cast their votes at the Adjourned 85<sup>th</sup> Annual General Meeting and fifteen minutes thereafter through e-voting.

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III. Mr. Mahesh Athavale, Partner of M/s. KANJ & Co. LLP, Practicing Company Secretaries, Pune was appointed by the Company to scrutinize the e-voting process in a fair and transparent manner.

IV. The Scrutinizer's report will be submitted to the stock exchange within two working days and the same will also be uploaded at the website of the Company and NSDL.

The Chairman authorized Mr. Pranav Deshpande, Executive Director of the Company to declare the results of e-voting after the scrutinizer has issued the report.

The Chairman thanked all the members for their participation.

The results of remote e-voting/e-voting at the adjourned 85<sup>th</sup> Annual General Meeting on the resolution for Item no. 5 of Notice for the adjourned 85<sup>th</sup> Annual General Meeting will be declared within 2 working days from the conclusion of the adjourned 85<sup>th</sup> AGM in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with Scrutinizer's report thereon and shall be uploaded on the Company's website and will also be forwarded to BSE Limited (BSE).

*Note: This does not purport to be the minutes of the adjourned 85<sup>th</sup> Annual General Meeting of the Company.*

Thanking you,

Yours faithfully,

**For G. G. Dandekar Properties Limited**  
**(formerly known as G. G. Dandekar Machine Works Limited)**

Pranav Deshpande

Executive Director

DIN- 06467549

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