

# GARWARE MARINE INDUSTRIES LIMITED

Regd. Office : 102 Buildarch Wisteria, 1st Floor, Ram Maruti Road, Dadar (W), Mumbai - 400 028. Tel.: 91-22-24364024  
Corp. Office : 101, Swapnabhoomi, 'A' Wing, S. K. Bole Road, Dadar (W), Mumbai - 400 028. Tel.: 91-22-24234000 Fax: +91-22-24362764  
CIN NO: L12235MH1975PLCO18481

Ref. : GMIL/2019/114

27.09.2019

To,  
The Manager,  
The Coporate Relations Department  
BSE Ltd.,  
P. J. Tower, Dalal Street,  
Mumbai 400 001

SCRIP CODE: 509563

Dear Sir,

**Subject: Proceeding pursuant to the Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report of the 41<sup>st</sup> Annual General Meeting dated 27<sup>th</sup> September, 2019.**

Kindly take on your record the following Proceedings of the 41<sup>st</sup> Annual General Meeting (AGM) of the Company held today, Friday, 27<sup>th</sup> September, 2019 at "Garware Sabhagriha" F.P.H. Building, 5<sup>th</sup> Floor, Lala Lajpatrai Marg, Haji Ali, Mumbai – 400034, pursuant to the Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

1. Mr. Aditya A. Garware, Chairman presided over the Meeting and welcomed all the members and invitees present at the AGM.
2. Following Directors were present:

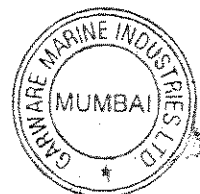
Sr. No.	Name of Chairman/ Director	Designation
1	Mr. Aditya A. Garware	Chairman & Non-Executive Director
2	Mrs. Shefali S. Bajaj	Non-Executive Director
3	Mr. Sanjay V. Chinai	Independent Director Chairman of Audit Committee and Nomination & Remuneration Committee
4	Mr. Vikas D. Sadarangani	Independent Director Chairman Stakeholders' Grievance Committee
5	Mr. Rajiv S. Khanna	Independent Director

3. In Attendance:

Sr. No.	Name of Chairman/ Director	Designation
1	Mrs. Vipulata S. Tandel	Chief Financial Officer
2	Mr. Deepak Narsaria	St.Auditor M/s. D. Kothary & Co., Chartered Accountants
3	Mr. Rajkumar Tiwari	Secretarial Auditor
4	Mr. S.M. Korde	Scrutinizer

Mr. Shyamsunder V. Atre, Executive Director and Ms. Pallavi P. Shedge, Company Secretary were unable to reach the AGM venue as they were stuck in heavy traffic.

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Email: [secretarial@garwaremarine.com](mailto:secretarial@garwaremarine.com) / [garware.marine@gmail.com](mailto:garware.marine@gmail.com) / [investorredressal@garwaremarine.com](mailto:investorredressal@garwaremarine.com) / [gmilum@gmail.com](mailto:gmilum@gmail.com)  
Website: [www.garwaremarine.com](http://www.garwaremarine.com)

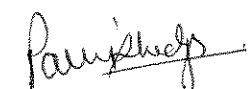
PLEASE ADDRESS ALL COMMUNICATION TO THE COMPANY AND NOT TO INDIVIDUALS

4. As the requisite Quorum being present, the Chairman called the AGM in order.
5. With unanimous consent of the members Notice of 41<sup>st</sup> AGM was taken as read.
6. The Chairman announced that the Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contract in which Directors are interested and other documents as referred in the AGM Notice were available for inspection by the members during the AGM.
7. The Chairman's speech was taken as read as per unanimous consent of the Members.
8. The members were informed that there are no qualifications, observations, comments, disclaimer or adverse remarks in the Auditor's Report and the same has taken as read.
9. The following items were duly considered, proposed and seconded:

Item No.	Resolution	Ordinary/ Special
<b>Ordinary Business</b>		
1	Adoption of Audited Balance Sheet as at 31 <sup>st</sup> March, 2019 and Statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Report thereon.	Ordinary Resolution
2	Re-appointment of Mrs. Shefali S. Bajaj (DIN: 00149511), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary Resolution
<b>Special Business</b>		
3	<b>Special Resolution:</b> To consider and approve re-appointment of Mr. Shyamsunder V. Atre (DIN: 01893024), as Executive Director, for a period of two years with effect from 31 <sup>st</sup> October, 2018.	Special Resolution

10. The Chairman informed that the Company had provided the remote e-voting facility to its members from Tuesday, 24<sup>th</sup> September, 2019 at 10.00 a.m. to Thursday, 26<sup>th</sup> September, 2019 at 5.00 p.m. The members present at the AGM who were eligible to cast votes and had not cast their votes electronically were provided an opportunity to cast their vote through Physical Ballot.
11. The Chairman informed that the Board of Directors has appointed Mr. S. M. Korde, Practicing Company Secretaries as Scrutinizer to conduct the electronic and physical voting in a fair and transparent manner. The Scrutinizer would consolidate the results of remote e-Voting and physical ballots voting at the AGM and then submit his Report.
12. The result shall be declared within the time permissible under the applicable laws. The results declared along with Scrutinizers Report would be place on the website of the Company, [www.garwaremarine.com](http://www.garwaremarine.com). The same shall all be communicated to the Stock Exchange, BSE Ltd. (as enclosed).
13. Vote of thanks was offered to the Chairman by one member.
14. The AGM commenced at 09:30 a.m. and concluded at 10:00 a.m.

For Garware Marine Industries Limited



**Pallavi P. Shedge**  
**Company Secretary & Compliance Officer**  
**A29787**



Encl: As above



**SHREEPAD M. KORDE**

**M. Com., L.L.B., A.C.S.  
COMPANY SECRETARY**

Seeta Sadan, Bal Govinddas Road, Mumbai - 400 016. Tel.: 24228039 • Mobile : 9833748505

**REPORT OF THE SCRUTINIZER  
FORM NO MGT-13**

( Pursuant to section 109 of Companies Act 2013 and rule 21(2) of the Companies ( Management & Administration) Rules, 2014.)

**Mr. Aditya A. Garware,  
Chairman,  
Garware Marine Industries Limited,  
Mumbai.**

**41<sup>st</sup> Annual General Meeting of the Equity shareholders of  
Garware Marine Industries Limited  
Held on Friday, 27<sup>th</sup> September, 2019 at 9.30 a.m. at Garware Sabhagriha,  
F.P.H. Building, Lala Lajpatrai Marg, Mumbai-400034.**

Respected Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting and physical ballot voting in person at the venue pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015.

I was appointed as scrutinizer for the purpose of the remote e-voting and physical ballot voting in person at the venue on the day of the meeting in respect of the under mentioned resolutions placed for consideration at the 41<sup>st</sup> Annual General Meeting of the members of Garware Marine Industries Limited (CIN No:L12235MH1975PLCO18481) having its registered office at 102, Buildarch Wisteria, 1<sup>st</sup> Floor, Ram Maruti Road, Dadar (W), Mumbai-400028 (collectively referred to as Poll), which was held on **Friday 27<sup>th</sup> September, 2019 at 9.30 a.m.** at Garware Sabhagriha, FPH Building, Lala Lajpatrai Marg, Haji Ali, Mumbai - 400034 and submit my report as under:-



To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and as required under the Listing Agreement, the Company had provided e-voting and physical ballot facility to its shareholders. The remote e-voting commenced on Tuesday - 24<sup>th</sup> September, 2019 at 10.00 a.m. and ended on Thursday - 26<sup>th</sup> September, 2019 at 5.00 p.m.

After the time fixed by the Chairman for closing the poll through ballot cast in person at the Annual General Meeting, the reports were generated.

The polling was completed and the system locked in my presence.

Subsequently, the votes cast were reconciled with the records received from Central Depository Services (India) Limited (CDSL) and the records maintained by the Company and its Registrar and Transfer Agents and the authorizations/proxies lodged with the Company.

The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.

The result of the poll is as under:-

Sr. No.	Resolution No. and Subject Matter		In favour			Against		Invalid	
			No. of cases	No. of Votes	%	No. of Votes	%	No. of cases	%
1.	To consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2019 and Statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Report thereon.	E-voting	35	2540939	100	----	----	----	----
		Physical	9	922	100	----	----	2	----
		<b>Total</b>	<b>44</b>	<b>2541861</b>	<b>100</b>	----	----	2	----
2.	To appoint a Director in place of Mrs. Shefali S. Bajaj (DIN: 00149511), who retires by rotation and being eligible, offers herself for re-appointment.	E-voting	35	2540939	100	----	----	----	----
		Physical	9	922	100	----	----	2	----
		<b>Total</b>	<b>44</b>	<b>2541861</b>	<b>100</b>	----	----	2	----
3.	<b>Special Business</b> Special Resolution: To consider and approve re-appointment of Mr. Shyamsunder V. Atre (DIN: 01893024), as Executive Director, for a period of two years with effect from 31st October, 2018.	E-voting	35	2540939	100	----	----	----	----
		Physical	9	922	100	----	----	2	----
		<b>Total</b>	<b>44</b>	<b>2541861</b>	<b>100</b>	----	----	2	----
		<b>TOTAL</b>	<b>44</b>	<b>2541861</b>	<b>100</b>	----	----	2	----

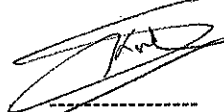

All the aforesaid resolutions were duly proposed and seconded and put to vote at the meeting.

The poll papers, statements, ballot papers and other related documents have been sealed and handed over to the Company Secretary authorized by the Board, for safe custody.

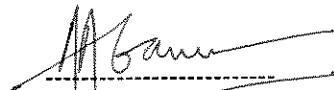
You may declare and announce the result of the poll in respect of the subject resolutions to the members and all other Authorities as stipulated under the Law.

Thanking you,

Yours sincerely,

  
  
 Shreepad M. Korde  
 C.P.1079

For GARWARE MARINE INDUSTRIES LIMITED

  
 Aditya A. Garware  
 CHAIRMAN

Place : Mumbai.

Dated : 27 September, 2019