

Ref No.: GGD/Sec./2023/05/03
06th May 2023

BSE Scrip Code: **505250**

To
Corporate Relationship Department
BSE Limited
PJ Towers,
Dalal Street, Fort
Mumbai – 400 001

Sub: Disclosure of Voting Results for the Extra-Ordinary General Meeting No. 1 of Financial Year 2023-24 together with Scrutinizer's Report

Dear Sir/Madam,

We wish to inform you that, the Extra-Ordinary General Meeting No. 1 of Financial Year 2023-24 of G. G. Dandekar Machine Works Limited was held on Friday, 05th May 2023 at 11.30 am through Video Conferencing / Other Audio-Visual Means facility, in compliance with the provisions of the Companies Act, 2013, and Rules thereof read with the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021, General Circular No. 20/2021 dated 08th December 2021, General Circular No. 3/2022 dated 5th May 2022 and General Circular No. 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs (hereinafter referred to as "MCA Circulars") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a disclosure of voting results of the Annual General Meeting together with the Scrutinizer's Report on remote e-voting and e-voting at AGM.

Date of Annual General Meeting	05th May 2023
Total number of Shareholders on Record Date (i.e. 28 th April 2023 - Cut Off Date for E-voting purpose)	2093
Number of Shareholders present in Extra-Ordinary General Meeting in person or through proxies Promoters and Promoter Group Public	Not Applicable

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

Number of Shareholders attended the Extra-Ordinary General Meeting through Video conferencing	01
Promoters and Promoter Group	14
Public	

Based on aforesaid Scrutinizer's Report the resolutions for Item no. 1 and 2 of the Notice calling the Extra-Ordinary General Meeting were passed with requisite majority.

You are kindly requested to take the same on your record.

Thanking you,
Yours faithfully,

For **G. G. Dandekar Machine Works Limited**



Ashwini Paranjape
Company Secretary & Compliance Officer
M. No. A42898

Encl: as above

Details as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Agenda-Wise Disclosure

Resolution No 1: To appoint Mr. Sanket V. Deshpande having DIN 03383916 as an Independent Director of the Company who has been appointed as an Additional Director by the Board of Directors with effect from 06 February 2023.								
Resolution required: (Ordinary / Special)				Special				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2866370	2865600	99.9731	2865600	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2865600	99.9731	2865600	0	100.0000	0.0000
Public-Institutions	E-Voting	120090	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1774927	50791	2.8616	50791	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		50791	2.8616	50791	0	100.00	0.0000
Total	Total	4761387	2916391	61.2509	2916391	0	100.00	0.0000

Resolution No 2: To appoint Mr. Rahul Kothari having DIN 09824127 as an Independent Director of the Company who has been appointed as an Additional Director by the Board of Directors with effect from 06 February 2023.								
Resolution required: (Ordinary / Special)				Special				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2866370	2865600	99.9731	2865600	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2866370	2865600	99.9731	2865600	0	100.0000
Public-Institutions	E-Voting	120090	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		120090	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1774927	50791	2.8616	50791	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1774927	50791	2.8616	50791	0	100.00
Total	Total	4761387	2916391	61.2509	2916391	0	100.00	0.0000

SCRUTINIZER'S REPORT

***(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies
[Management and Administration] Rules, 2014)***

To,
The Chairman,
Board of Directors,
G. G. Dandekar Machine Works Limited
211/A, MIDC, Buti Bori Industrial Area, Village Kinhi.
Tal. Hingana, Dist. Nagpur-441122.

First Extra Ordinary General Meeting of the Financial Year 2023-24 of the Members of G. G. Dandekar Machine Works Limited, held on Friday, the 5th May, 2023 at 11:30 A.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). The remote e-Voting process in respect of which was conducted between 2nd May, 2023 from 09:00 am (IST) to 4th May, 2023 till 05:00 pm (IST).

Dear Sir,

I, CS Mahesh Athavale, Designated Partner of KANJ & Co. LLP, Practicing Company Secretaries, Pune, was appointed as Scrutinizer for the purpose of submitting my report in respect of remote e-voting process carried out, as per Section 108 of the Companies Act, 2013, in respect of the below mentioned resolutions, in the First Extra Ordinary General Meeting for financial year 2023-24 of the Members of the Company held on Friday, 5th May, 2023 at 11:30 A.M. (IST) through Video Conferencing("VC")/Other Audio Visual Means ("OAVM"). I submit my report as under:

1. After the time fixed for closing of the e-voting by the Company and after the conclusion of e-voting process at the Extra-Ordinary General Meeting, I first counted the votes cast by the e-voting process, thereafter unblocked and counted the votes cast through remote e-voting in presence of two witnesses who were not the employees of the Company. Thereafter a final report of the whole process was generated by me by using the access and authorizations given to me.

2. The final report generated and tabulated by me and the data regarding the final remote e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of National Securities Depository Limited (NSDL), i.e. "<https://www.evoting.nsdl.com>".
3. The result of the e-voting is as under:

SPECIAL BUSINESS:

1. Resolution No.1 (Special Resolution)

To appoint Mr. Sanket V. Deshpande having DIN 03383916 as an Independent Director of the Company who has been appointed as an Additional Director by the Board of Directors with effect from 06th February, 2023.

Remote E-voting process:

Voted in favour of the resolution:

Number of members who voted	Number of votes cast (Shares)	% of total number of valid votes cast
11	2916391	100

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
0	0	0

Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

2. Resolution No. 2 (Special Resolution)

To appoint Mr. Rahul Kothari having DIN 09824127 as an Independent Director of the Company who has been appointed as an Additional Director by the Board of Directors with effect from 06th February, 2023.

Remote E-voting process:

Voted in favour of the resolution:

Number of members who voted	Number of votes cast (Shares)	% of total number of valid votes cast
11	2916391	100

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
0	0	0

Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Thanking You,
Yours faithfully,



CS Mahesh A. Athavale
Designated Partner
KANJ & Co. LLP
Company Secretaries, Pune.
FCS No: 2412
CP No: 1488

UDIN: F002412E000264146

Place: Pune
Date: 06th May 2023

SCRUTINIZER'S CONSOLIDATED REPORT

To,
The Chairman,
Board of Directors,
G. G. Dandekar Machine Works Limited
211/A, MIDC, Buti Bori Industrial Area, Village Kinhi.
Tal. Hingana, Dist. Nagpur-441122.

First Extra Ordinary General Meeting (EOGM) of the Financial Year 2023-24 of the Members of G. G. Dandekar Machine Works Limited, held on Friday, 05th May, 2023 at 11.30 A.M. (IST) through Video Conferencing (VC)/ other Audio Visual Means (OAVM).

Dear Sir,

I, CS Mahesh Athavale, Designated Partner of KANJ & Co. LLP, Practising Company Secretaries, Pune was appointed as a Scrutinizer for the purpose of submitting my report in respect of voting at the EOGM as above:

1. The remote e-voting process was conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 2nd May, 2023 from 09:00 am (IST) to 4th May, 2023 till 05:00 pm (IST).
2. Considering the COVID-19 pandemic and considering the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) in this regard, the Company has conducted its First Extra Ordinary General Meeting (EOGM) of Financial Year 2023-24 through VC/OVAM. The Poll (hereinafter referred to as "E-Voting") was conducted in my presence and equity shareholders who have not cast their votes through Remote E-Voting mechanism were allowed to cast the votes through E-Voting at the Extra Ordinary General Meeting.
3. Since the Extra Ordinary General Meeting was held through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the relevant MCA and SEBI Circulars, the facility for appointment of proxies by the members was also dispensed with.

4. Members attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

I submit a consolidated report as under:

1. After the conclusion of e-voting process at the Extra Ordinary General Meeting held through VC/ OVAM, I first counted the votes cast at the meeting by e-voting process thereafter unblocked and counted the votes cast through remote e-voting in presence of two witnesses who were not the employees of the Company.
2. A final report of both the processes was generated by me by using the access and authorizations given to me by accessing the data available on the website of National Securities Depository Limited (NSDL), i.e. "<https://www.evoting.nsdl.com>". The final report was tabulated by me and the data regarding the final e-Voting by remote e-voting and e-voting process at the meeting was diligently scrutinized and reconciled with the data available on the above-mentioned website.
3. The consolidated result of the e-voting process done at the meeting held through VC/ OVAM and the remote e-voting is as under:

"Since, no votes were cast at the meeting through E-voting process, report given under Section 108 of the Companies Act, 2013 along with the Rule 20 of the Companies (Management and Administration) Rules, 2014 is the final report. Hence, separate details are not provided in this consolidated report. The concerned person(s) are requested to consider and refer the said final report for viewing the result."

4. The electronic data and other relevant records related to this e-voting process were handed over to Ms. Ashwini Paranjpe, Company Secretary of the Company, authorized by the Board for safe keeping.

Thanking You,
Yours faithfully,


CS Mahesh A. Athavale
Designated Partner
KANJ & Co. LLP
Company Secretaries, Pune.
FCS No: 2412
CP No: 1488
UDIN: F002412E000264146



Place: Pune
Date: 06th May 2023