

Ref No.: GGD/Sec./2021/09/02  
15th September, 2021

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 82nd Annual General Meeting together with Scrutinizer's Report**

Dear Sir/Madam,

We wish to inform you that, the 82nd Annual General Meeting of G. G. Dandekar Machine Works Limited was held on Tuesday, 14th September, 2021 at 09.30 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 8 April 2020, the General Circular No. 17 /2020 dated 13 April 2020, the General Circular No. 20/2020 dated 5 May 2020 and the General Circular No. 02/2021 dated 13th January 2021, issued by the Ministry of Corporate Affairs and the SEBI Regulations read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated 12 May 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021.

Pursuant to the 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	14th September, 2021
Total number of Shareholders on Record Date (i.e. 7th September, 2021 - Cut Off Date for E-voting purpose)	1981
Number of Shareholders present in Annual General Meeting in person or through proxies Promoters and Promoter Group Public	Not Applicable
Number of Shareholders attended the Annual General Meeting through Video conferencing Promoters and Promoter Group Public	7 13

CIN : L99999MH1938PLC002869

**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)

Based on aforesaid Scrutinizer's Report the resolutions for Item no. 1 to 3 of AGM Notice 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**



Sayalee Yengul  
**Company Secretary**

**Encl:** as above

CIN : L99999MH1938PLC002869

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Tel. : (07103) 295109

Website : [www.ggdandekar.com](http://www.ggdandekar.com)

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

Agenda-Wise Disclosure

Resolution No 1: Adoption of Audited Standalone Financial Statements and the Consolidated Financial Statements of the Company for the Financial Year ended 31 March 2021 together with the Reports of the Directors and the Auditors thereon.								
Resolution required: (Ordinary / Special)				Ordinary				
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	2866470	2865390	99.9623	2865390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2866470	2865390	99.9623	2865390	0	100.0000
Public-Institutions	E-Voting	135680	135680	100.0000	135680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		135680	135680	100.0000	135680	0	100.0000
Public- Non Institutions	E-Voting	1759237	31923	1.8146	31922	1	99.9969	0.0031
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1759237	31923	1.8146	31922	1	99.9969
<b>Total</b>	<b>Total</b>	4761387	3032993	63.6998	3032992	1	100.0000	0.0000

**Resolution No 2:** Re-appointment of Ms. Smita Raichurkar (DIN 08179533) who retires by rotation.

Resolution required: (Ordinary / Special)				Ordinary				
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	2866470	2865390	99.9623	2865390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2866470	2865390	99.9623	2865390	0	100.0000
Public- Institutions	E-Voting	135680	135680	100.0000	135680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		135680	135680	100.0000	135680	0	100.0000
Public- Non Institutions	E-Voting	1759237	31923	1.8146	31922	1	99.9969	0.0031
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1759237	31923	1.8146	31922	1	99.9969
<b>Total</b>	<b>Total</b>	4761387	3032993	63.6998	3032992	1	100.0000	0.0000

<b>Resolution No 3:</b> Re-appointment of Mr. Mangesh Joshi (holding DIN: 07244555) as Executive Director for a period of 3 years with effect from July 25, 2021								
<b>Resolution required: (Ordinary / Special)</b>				Special				
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>				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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	2866470	2865390	99.9623	2865390	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>		2866470	2865390	99.9623	2865390	0	100.0000
<b>Public-Institutions</b>	<b>E-Voting</b>	135680	135680	100.0000	135680	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>		135680	135680	100.0000	135680	0	100.0000
<b>Public- Non Institutions</b>	<b>E-Voting</b>	1759237	31923	1.8146	31922	1	99.9969	0.0031
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>		1759237	31923	1.8146	31922	1	99.9969
<b>Total</b>	<b>Total</b>	4761387	3032993	63.6998	3032992	1	100.0000	0.0000



## 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 MH 441122 IN

**82<sup>nd</sup> Annual General Meeting of the Members of G. G. Dandekar Machine Works Limited held on Tuesday, the 14<sup>th</sup> day of September 2021 at 09:30 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").**

Dear Sir,

I, CS Mahesh Athavale, Designated Partner of M/s 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 AGM 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 11<sup>th</sup> September 2021, 09.00 am IST till 05.00 pm IST on 13<sup>th</sup> September 2021,
2. In addition, the e-voting process was conducted at the AGM held through VC/ OVAM for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Annual General Meeting of the Company.

I submit a consolidated report as under:

1. After the conclusion of e-voting process at the Annual General Meeting held through VC/ OVAM, I first counted the votes cast by e-voting process done at the AGM venue by unblocking the e-votes cast at the AGM Venue in presence of two witnesses who were not the employees of the Company. Thereafter I unblocked the votes cast through remote e-voting in the 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 at the AGM Venue 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 AGM held through VC/ OVAM and the remote e-voting is as under:



**ORDINARY BUSINESS:**

**a) As an ordinary resolution- Item No. 1**

To receive, consider and adopt the Audited Financial Statements and the Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2021 and the Reports of the Board of Directors and Auditors thereon.

• **Remote E-voting process:**

Voted in favour of the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
18	30,32,988	99.999%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
1	1	0.001%

Invalid Votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

• **E-voting at the Meeting:**

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and 4 members voted in favour at the meeting	4	100%



Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and no members voted against at the meeting	0	0

Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

• **Consolidated Result:**

	Voted in favour	Voted against	Invalid / Abstained
Total Votes	30,32,992	1	0
% of Total number of valid votes	99.999%	0.001%	0

The resolution passed with requisite majority.

**b) As an ordinary resolution- Item No. 2**

To appoint a Director in place of Ms. Smita Raichurkar (DIN: 08179533), who retires by rotation and being eligible, offers herself for re-appointment.

• **Remote E-voting process:**

Voted in favour of the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
18	30,32,988	99.999%





Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
1	1	0.001%

Invalid Votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

• **E-voting at the Meeting:**

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and 4 members voted in favour at the meeting	4	100%

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and no members voted against at the meeting	0	0

Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0



• **Consolidated Result:**

	Voted in favour	Voted against	Invalid/Abstained
Total Votes	30,32,992	1	0
% of Total number of valid votes	99.999%	0.001%	0

The resolution passed with requisite majority.

**SPECIAL BUSINESS:**

c) **As an Special resolution- Item No. 3**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (the Act), and the Rules thereof (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Articles of Association of the Company and subject to such other approvals as may be necessary and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, consent of the Members be and is hereby accorded to the re-appointment of Mr. Mangesh Joshi (DIN 07244555) as the Executive Director of the Company, for a term of three years with effect from 25th July, 2021, upon the terms and conditions as set out in the Agreement to be entered into between the Company and Mr. Mangesh Joshi (DIN 07244555), on the remuneration and other terms, set out below:

A. **SALARY:** Basic Salary will be Rs 1,00,000/- (Rupees One Lakh only) per month.

B. **PERQUISITES:** In addition to the aforesaid salary, Mr. Mangesh Joshi as the Executive Director shall be entitled to the following perquisites:

1. Fully furnished residential accommodation. Where no accommodation is provided by the Company, suitable house rent allowance in lieu thereof may be paid up to Rs. 40,000/- per month. The expenses on furnishing, gas, electricity, water and other utilities and repairs shall be borne by the Company.
2. Reimbursement of all medical expenses incurred for self and family up to Rs. 6,000/- per month.



3. Leave travel assistance for self and family not exceeding Rs. 4,20,000/- per annum.
  4. Personal accident insurance, premium whereof does not exceed Rs. 12,000/- per annum.
  5. A car with fuel, maintenance, insurance etc, where Company does not provide car, reimbursement of expenses up to Rs. 12,000/- per month
  6. Mobile and Telephone and other communication facilities bill for amount not exceeding Rs. 2,000/- per month.
  7. Contribution to Provident Fund as per the rules of the Company.
  8. Gratuity at the rate of 30 days' salary for each completed year of service.
  9. Leave at the rate of one month for every eleven months of service. Leave not availed of may be encashed at the end of tenure.
  10. One time Club membership including taxes for self up to Rs. 15,50,000/-.
  11. Special allowance not exceeding Rs. 1,78,000/- per month.
  12. Hospitalization expenses incurred for self and family will be paid on actual basis.
- Such other benefits and perquisites as may be approved from time to time.

"Family" for the above purpose means spouse, dependent children and dependent parents of the Executive Director.

Perquisites shall be evaluated as per the provisions of the Income tax Rules.

#### C. COMMISSION:

Commission shall be decided by the Board of Directors based on the net profits of the Company each year, subject to the condition that the aggregate remuneration of an Executive Director shall not exceed the limit laid down under Section 197 read with Schedule V of the Companies Act, 2013.

#### D. MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of his tenure as an Executive Director, remuneration by way of salary, perquisites and other allowances shall be in accordance with the ceiling prescribed in Schedule V to the Companies Act, 2013 or any statutory modification thereof, as minimum remuneration.

So long as he functions as the Executive Director, he shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.





**RESOLVED FURTHER THAT**, Mr. Mangesh Joshi will not be liable to retire by rotation till he continues as the Executive Director of the Company and his re-appointment as such Director shall not be deemed to constitute a break in his appointment as an Executive Director.

**RESOLVED FURTHER THAT**, the Board of Directors be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution and also to revise the terms of remuneration from time to time within the limits prescribed and permitted under Sections 197 including Rules made thereunder and Schedule V of the Companies Act, 2013, as amended from time to time, during the aforesaid period without further approval of the members of the Company, but with such other approvals, sanctions or permissions, if any, required for such revision in the remuneration and that the decision of the Board of Directors shall be final and conclusive in this regard.”

**Remote E-voting process:**

Voted in favour of the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
18	30,32,988	99.999%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
1	1	0.001%

Invalid Votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

• **E-voting at the Meeting:**

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and 4 members voted in favour at the meeting	4	100%



Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
20 members were present at the meeting and no members voted against at the meeting	0	0

Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

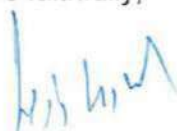
• **Consolidated Result:**

	Voted in favour	Voted against	Invalid/Abstained
Total Votes	30,32,992	1	0
% of Total number of valid votes	99.999%	0.001%	0

The resolution passed with Requisite majority.

4. A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for the e-voting processes have been handed over to the Company Secretary of the Company.

Thanking You,  
 Yours faithfully,




CS Mahesh A. Athavale  
 Designated Partner  
 KANJ & Co. LLP  
 Company Secretaries, Pune.  
 UDIN: F002412C000947565

Nihal  
 Gautam  
 Kulkarni

Digitally signed  
 by Nihal Gautam  
 Kulkarni  
 Date: 2021.09.15  
 17:43:50 +05'30'

Place: Pune  
 Date: 15.09.2021