



DREDGING CORPORATION OF INDIA LIMITED

CIN No.: L29222DL1976PLC008129 GST NO.: 37AAACD6021B1ZB

Head Office: "DREDGE HOUSE", H.B.Colony Main Road,

Seethammadhara, Visakhapatnam- 530001

Phone: 0891-2523250, Fax: 0891-2560581/ 2565920

Website: www.dredge-india.com

Regd. Office: Core-2, First Floor, Scope Minar, Laxminagar District Centre, Delhi- 110092



DCI/CS/E.1/2023

28.06.2023

Listing Compliance

Bombay Stock Exchange Limited

Floor 1, Phiroze Jeejeebhoy Towers, Fort, Mumbai- 400001

Scrip code : 523618

Listing Compliance

The National Stock Exchange of India Ltd.

Exchange Plaza, C-1, Block G

Bandra Kurla Complex, Bandra (E) , Mumbai– 400051

Symbol : DREDGECORP

The Secretary

The Calcutta Stock Exchange Assn. Ltd.

7, Lyons Range, Kolkata– 700001

Scrip Code : 14050

Dear Sir,

Sub: Disclosure of voting results of the 2nd Extra-Ordinary General Meeting (EGM) of the Company, as per the requirements of Regulation 44 (3) of SEBI (LODR) Regulations, 2015 under Regulation 30 – Reg.

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the company had provided remote e-voting facility to the members entitled to cast their vote at the 2nd Extra-Ordinary General Meeting (EGM) of the Company for F.Y. 2023-24. The remote e-voting process was carried out by the Company from 9.00 AM on 25.06.2023 to 5.00 PM on 27.06.2023 with cut off date for determining the shareholders being 21.06.2023. The consolidated voting results in the prescribed format as per Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 and consolidated report of the scrutinizer dated 28.06.2023 are enclosed herewith. Based on the consolidated report of the scrutinizer, the following resolutions have been duly approved by the shareholders with the requisite majority.

Resolution 1 - SPECIAL BUSINESS – ORDINARY RESOLUTION:-

ITEM NO.1: TO REMOVE SHRI. G.Y.V. VICTOR, MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER (UNDER SUSPENSION) OF THE COMPANY, TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS(S) THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:-

“RESOLVED THAT pursuant to the provisions of the Conduct Disciplinary and Appeal Rules of the Company, proceedings and report of the Enquiry Officer in the disciplinary proceedings initiated against Shri. G.Y.V. Victor (DIN No.09084442) as well as the conclusions of the Disciplinary Authority, pursuant to the provisions of the Articles of Association of the Company, recommendations of the Nomination and Remuneration Committee (NRC) and

Board of Directors of the Company and Section 169 & other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and SEBI LODR, 2015 and the Rules framed thereunder, approval of the members of the Company be and are accorded for removal of Shri. G.Y.V. Victor (DIN No.09084442) from the office of Director as Managing Director and Chief Executive Officer of the Company with effect from 31st March'2023."

"RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary, be and are hereby authorized to attend any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may necessary, expedient and desirable for the purpose of giving effect to this resolution."

Resolution 2- SPECIAL BUSINESS – ORDINARY RESOLUTION:-

ITEM NO.2: EXTENSION OF DIRECTORSHIP OF CAPT.S.DIVAKAR (DIN NO.: 09675405) AS MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER (A/C) OF THE COMPANY, AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS(S) THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:-

"RESOLVED THAT pursuant to Section 152, Section 196, Section 203 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof), provisions of the Articles of Association of the Company, SEBI (LODR) 2015 and as per the recommendations of the Nomination and Remuneration Committee dated 14/07/2022, approval of the Board of Directors of the Company dated 14/07/2022 and Shareholders approval vide Postal Ballot dated 13/10/2022, Capt.S.Divakar who has been appointed as Managing Director and Chief Executive Officer (A/C) on the Board of the Company with effect from 15/07/2022, shareholders of the company be and hereby accorded for approval of extension of his term of appointment till a new incumbent joins the post of Managing Director and Chief Executive Officer for a period of one year effective from 31/03/2023 i.e. upto 30/03/2024, whichever is earlier."

Resolution 3- SPECIAL BUSINESS – ORDINARY RESOLUTION:-

ITEM NO.3: APPOINTMENT OF DR. MADHAIYAAN ANGAMUTHU (DIN NO.: 06549030) AS ADDITIONAL DIRECTOR AND CHAIRMAN OF THE COMPANY, AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS(S) THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:-

"RESOLVED THAT pursuant to Article 71 of the Articles of Association of the Company, Section 152, 161(1) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof), and provisions of the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee by circulation vide Ref No. DCI/CS/U.1/CIR-NRC-2-2023-24 dated 19/05/2023, Dr. Madhaiyaan Angamuthu, IAS, who has been appointed as Chairperson, Visakhapatnam Port

Authority upto 13.10.2027 or until further orders, whichever is earlier, and approval of the Board of Directors of the Company; shareholders of the company be and hereby approves appointment of Dr. Madhaiyaan Angamuthu as Director (Director from promoter group) on the Board of the Company.”

The bio-data of Capt.S.Divakar and Dr. Madhaiyaan Angamuthu, who have been formally appointed as Director was already submitted to the Exchanges at the time of his first appointment. Please take the same on record.

Thanking you.

Yours' faithfully,
For Dredging Corporation of India Limited



(P.Chandra Kalabhinetri)
Company Secretary

Enclosure: As above.



CONSOLIDATED SCRUTINIZER'S REPORT

**(Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended
by Companies (Management and Administration) Rules, 2015)**

To,
The Chairman
Dredging Corporation of India Limited,
1st Floor, Scope Minar,
Plot No. 2A & 2B, Laxmi Nagar,
District Centre, Delhi - 110092

Reg.: 2nd Extra-Ordinary General Meeting of the members of Dredging Corporation of India Limited for the financial year 2023-24 held on Wednesday, 28th day of June, 2023 at 12:00 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and e-voting during the EGM held through VC process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, having office at D-427, 2nd Floor, Palam Extn., Ramphal Chowk, Sector 7, Dwarka, New Delhi-110075 had been appointed as the Scrutinizer by the Board of Directors of **Dredging Corporation of India Limited (the Company)** having its registered office at 1st Floor, Scope Minar, Plot No. 2A & 2B, Laxmi Nagar, District Centre, Delhi - 110092 in its meeting held on 25.05.2023, pursuant to the provisions of section 108 and any other applicable Provision of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (**as amended**) read with Ministry of Corporate Affairs (MCA) vide Circulars No. 14/2020 dated April 08, 2020, Circular No. 17 /2020 dated, April 13,2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated, December 14, 2021, Circular No. 02/2022 dated May 05,2022, and 11/2022 dated 28 December, 2022 issued by the Ministry of Corporate Affairs (MCA Circulars) and Securities and Exchange Board of India [SEBI vide Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/ CMD2/CIR/P /2021/11 dated January 15,2021, SEBI/HO/CFD/CMD1/P /CIR /2021 /602 dated July 23, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/POD/2/P /C.R./2023/4 dated January 5, 2023 (SEBI Circulars) to conduct the remote e-voting process and to scrutinize e-voting at the EGM through VC or OAVM process by the Shareholders in respect of the below mentioned resolution(s) passed at 2nd Extra-Ordinary General Meeting of the members of Dredging Corporation of India Limited for the Financial year 2023-24 held on Wednesday, 28th day of June, 2023 at 12:00 p.m.

The notice dated 5th June, 2023 convening EGM of the Company was sent to the Shareholders.

The Company has provided the voting through electronics means (remote e- voting) facility offered by "M/s. Alankit Assignments Limited" for conducting remote e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut – Off" date i.e. Wednesday, 21st June, 2023 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 3 in the notice convening 2nd Extra-Ordinary General Meeting of the Company.

The voting period for remote e- Voting commenced on Sunday, 25th June, 2023 at 09:00 am (IST) and ended on Tuesday, 27th June, 2023 at 5.00 pm (IST) and the remote e-Voting platform was blocked thereafter. After the closure, e-voting during Extra-Ordinary General Meeting held on 28.06.2023, the report of voting done at the meeting was also unblocked in my presence.

The voting pattern was unblocked by us on Wednesday, 28th Day of June, 2023 in the presence of Ms. Anjali and Mr. Shailendra Singh, who are not in employment of the Company.

Digitally signed
by Anjali
Date: 2023.06.28
14:46:27 +05'30'
Anjali
(Ms. Anjali)

Digitally signed by
Shailendra Singh
Date: 2023.06.28
14:46:51 +05'30'
**Shailendra
Singh**
(Mr. Shailendra Singh)

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the "M/s. Alankit Assignments Limited", remote e-voting platform and the remote e-voting during the EGM held through VC.

Based on the result made available to us, 229 members have cast their vote on the e-voting platform till 27.06.2023 and 3 members have casted their vote during EGM through e-voting. I hereby annex the Consolidated Voting results pursuant to Rule(20)(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015 on all the resolutions contained in the notice of aforesaid Extra-Ordinary General Meeting.

All relevant records shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **Agarwal S. & Associates,**
Company Secretaries,

Digitally signed by
SACHIN AGARWAL
Date: 2023.06.28
14:52:38 +05'30'
**SACHIN
AGARWAL**
CS Sachin Agarwal
Partner
FCS: 5774
COP: 5910
Date: 28.06.2023
Place: Visakhapatnam
UDIN: F005774E000515943



Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Votec
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
Special Business- Ordinary Resolution														
1	To remove Shri. G.Y.V. Victor, Managing Director and Chief Executive Officer (Under Suspension) of the Company.	231	2,23,76,759	218	2,23,76,527	100.00	13	232	0.00	0	0	0	-	0
Special Business- Ordinary Resolution														
2	Extension of Directorship of Capt.S.Divakar (DIN No.: 09675405) as Managing Director and Chief Executive Officer (A/C) of the Company.	231	2,11,46,331	217	2,11,46,074	100.00	14	257	0.00	0	0	0	-	0
Special Business- Ordinary Resolution														
3	Appointment of Dr. Madhaiyaan Angamuthu (DIN No.: 06549030) as Additional Director and Chairman of the Company.	232	2,23,76,804	215	2,23,50,358	99.88	17	26,446	0.12	0	0	0	-	0

**SACHIN
AGARWAL**

Digitally signed by
SACHIN AGARWAL
Date: 2023.06.28
14:52:58 +05'30'