



GOODRICKE GROUP LIMITED

Registered Office :
"Camellia House" 14, Gurusaday Road, Kolkata - 700 019
Telephone : 2287-3067, 2287-8737, 2287-1816
Fax No. (033) 2287-2577, 2287-7089
E-mail : goodricke@goodricke.com
visit us at : www.goodricke.com
CIN-L01132WB1977PLC031054

10th May, 2024

BSE Limited
Corporate Relationship Department
2nd Floor, New Trading Wing
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

BSE Scrip Code: 500166

Dear Sir/Madam

Sub: Submission of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report

In continuation to our letter dated 8th April, 2024, please find enclosed the following:-

- a) In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the result of the remote E-voting for the Postal Ballot Notice dated 26th March, 2024, casted from 10th April, 2024 to 9th May, 2024.
- b) Report of the Scrutinizer dated 10th May, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014.

The resolutions as proposed in the postal ballot notice have been passed by the shareholders by remote e-voting process with requisite majority.

The said documents are also being uploaded on Company's website www.goodricke.com and on website of National Securities Depository Limited at www.evoting.nsdl.com.

This is for your information and records

Thanking you,

Yours faithfully,

GOODRICKE GROUP LIMITED

Arnab

Chakraborty

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**A. CHAKRABORTY
COMPANY SECRETARY
FCS 8557**

Encl.: As above

VOTING RESULTS

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. Appointment of Mr. Arun Narain Singh (DIN 00620929) as Executive Vice Chairman and Managing Director cum CEO of the Company				
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	15984000						
	Poll							
	Postal Ballot (if applicable)		15984000	100.0000	15984000	0	100.0000	0.0000
	Total		15984000	15984000	100.0000	15984000	0	100.0000
Public- Institutions	E-Voting	1115						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1115	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5614885						
	Poll							
	Postal Ballot (if applicable)		151423	2.6968	149989	1434	99.0530	0.9470
	Total		5614885	151423	2.6968	149989	1434	99.0530
Total		21600000	16135423	74.7010	16133989	1434	99.9911	0.0089
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. Appointment of Mr. Monojit Dasgupta (DIN 07749089) as an Independent Director of the Company				
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	15984000						
	Poll							
	Postal Ballot (if applicable)		15984000	100.0000	15984000	0	100.0000	0.0000
	Total		15984000	15984000	100.0000	15984000	0	100.0000
Public- Institutions	E-Voting	1115						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1115	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5614885						
	Poll							
	Postal Ballot (if applicable)		151423	2.6968	151009	414	99.7266	0.2734
	Total		5614885	151423	2.6968	151009	414	99.7266
Total		21600000	16135423	74.7010	16135009	414	99.9974	0.0026
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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ANJAN KUMAR ROY & CO

COMPANY SECRETARIES

A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684F000341382

SCRUTINIZER'S REPORT

Date: 10th May, 2024

To
The Chairman
M/s. Goodricke Group Limited
Camellia House
14 Gurusaday Road
Kolkata-700019

Sub: Scrutinizer's Report on "Voting through Postal Ballot by Electronic Means" ('remote e-voting') from 10th April, 2024 to 9th May, 2024, pursuant to the Notice of Postal Ballot issued by M/s. Goodricke Group Limited (CIN: L01132WB1977PLC031054) dated 26th March, 2024.

Dear Sir,

(A) I Anjan Kumar Roy (FCS: 5684 and C.P. No.: 4557), Proprietor of M/s ANJAN KUMAR ROY & CO., Company Secretaries, have been appointed vide a resolution passed by the Board of Directors of M/s. **Goodricke Group Limited** (herein after to be referred as "**the Company**") at their meeting held on **26th March, 2024**, as the Scrutinizer, pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India, to carry out the scrutiny of votes, in a fair and transparent manner, cast by the members of the Company through Postal Ballot conducted by way of electronic means (here in after referred as "**remote e-voting**") in respect of resolutions as mentioned in paragraph (C) of this report and as also contained in the Notice of Postal Ballot dated **26th March, 2024**.

(B) I have conducted the scrutiny of the votes cast by the members of the Company through Postal Ballot conducted by way of electronic means, in respect of the resolutions mentioned below in paragraph (C) of this report pursuant to the provisions of Section 110 and Section 108 of the Companies Act 2013, read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, and pursuant to Regulation 44 of the Securities and Exchange

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akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.



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UDIN: F005684F000341382

Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, Secretarial Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India in terms of Section 118 of the Companies Act, 2013 and also read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 10/2022, 11/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs, Government of India. Accordingly, I submit my report hereunder:

- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by **9th April, 2024** the dispatch of the Notice of Postal Ballot dated **26th March, 2024** along with the Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company, whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent as on the cut – off date i.e. **Friday, 5th April, 2024**. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of Postal Ballot has been placed on the website of the Company.
- ii. The Notice of Postal Ballot dated **26th March, 2024**, mentioned *inter alia* that the item of business would be transacted by voting through Postal Ballot by Electronic means, the necessary facilities for Electronic voting process to be provided by the National Securities Depository Limited (here in after referred as “NSDL”).
- iii. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on **Wednesday, 10th April, 2024** in newspapers being “**Business Standard**” (English daily, all editions) and “**Aajkal**” (Bengali daily, Kolkata edition) containing, inter alia, the following information:
 - a. Statement to the effect that the voting on resolutions proposed for consideration by the shareholders of the Company are to be transacted through Postal Ballot by way of electronic means (here in after referred as “**remote e-voting**”).
 - b. Statement that the period of remote e-voting shall commence on **Wednesday, 10th April, 2024 at 09:00 A.M. (IST)** and shall end on **Thursday, 9th May, 2024 at 5:00 P.M. (IST)**.
 - c. Statement that the CUT-OFF date for determining eligibility to cast votes was **Friday, 5th April, 2024**.
 - d. Statement that the remote e-voting module shall be disabled for voting after **5:00 P.M. (IST) Thursday 9th May, 2024**.



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UDIN: F005684F000341382

- e. Website address of the Company and of the said NSDL where Notice of the said postal ballot have been displayed.
- f. Contact details, in case of grievances/queries in respect of the Electronic voting.
- iv. I have received the relevant Board resolution passed by the Board of Directors of corporate shareholders of the Company authorizing person(s) to act and vote pursuant to section 113 of the Companies Act, 2013, on the resolutions mentioned in the Notice of Postal Ballot dated **26th March, 2024**.
- v. The said Remote E - voting at portal www.evoting.nsdl.com was unblocked by me at **05:09 P.M. (IST)** on **9th May, 2024**, that is after the aforesaid remote e-voting was completed. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. Yashmin Khatoon
- b. Saurabh Jha
- who are not in the employment of the Company.
- vi. The final data of voting through Postal Ballot by remote e-voting, containing the details of votes cast by remote e-voting mode has been downloaded from the portal of NSDL: www.evoting.nsdl.com, the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Electronic voting.
- (C) That the details of the aforesaid "Voting through Postal Ballot by Electronic Means" are as hereunder:**

Item No. 1 Special Business, Special Resolution:

Appointment of Mr. Arun Narain Singh (DIN 00620929) as Executive Vice Chairman and Managing Director cum CEO of the Company.

i) Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	119	1,61,33,989	99.9911
Total	119	1,61,33,989	99.9911

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UDIN: F005684F000341382

ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	8	1,434	0.0089
Total	8	1,434	0.0089

iii) **Invalid** Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
Total	-	-

Item No. 2 Special Business, Special Resolution:

Appointment of Mr. Monojit Dasgupta (DIN 07749089) as an Independent Director of the Company

i) Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	119	1,61,35,009	99.9974
Total	119	1,61,35,009	99.9974



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UDIN: F005684F000341382

ii) Voted in **against** of the resolution:

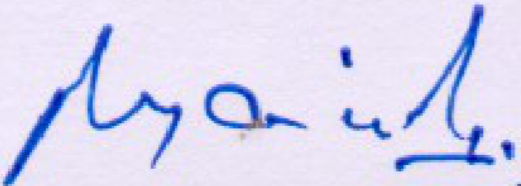
Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	8	414	0.0026
Total	8	414	0.0026

iii) **Invalid** Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
Total	-	-

FOR, ANJAN KUMAR ROY & CO.

Company Secretaries


ANJAN KUMAR ROY

FCS 5684

CP 4557

UDIN: F005684F000341382

Peer Review Certificate No.: 869/2020

Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of M/s. Goodricke Group Limited, pursuant to Notice of Postal Ballot dated 26th March, 2024.

