



GG ENGINEERING LTD.

(An Authorized OEM for Tata Motors Limited)

An ISO 9001: 2015 Certified Company

29th September, 2020

To, **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Scrip Code: 540614

Dear Sir,

Summary of Proceedings and Voting Results of the 14th Annual General Meeting

In terms of the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/ 2020 dated 5th May 2020, in relation to 'Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)' (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India Vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic' ('SEBI Circular'), the 14th Annual General Meeting (AGM) of the Company was held on Monday, 28th September 2020 at 12.00 p.m. through two-way VC/OAVM to transact the business as stated in the Notice dated 2nd September 2020, convening the AGM. All the items of business contained in the Notice of the AGM dated 2nd September 2020 were transacted and passed by the Members with requisite majority.

In connection with the same, please find the following:

- Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as Annexure – 1.
- b) Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as Annexure 2.

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c) The Scrutinizer's Report dated 28th September 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked.

The AGM concluded at 12.20 p.m.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company.

You are requested to kindly take the same on record.

Yours faithfully,

For G G Engineering Limited

Vinod Beriwal Managing Director

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Summary of proceedings of the 14th Annual General Meeting of the Company

The 14th Annual General Meeting ('AGM') of the Members of the G G Engineering Limited ('the Company') was held on Monday, 28th September 2020 at 12.00 p.m. through two-way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the Members to the Meeting.

Mr. Vinod Harmukhrai Beriwal, Chairman of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman also request if the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice will availed for inspection on request by the members on the register mail id of the company. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

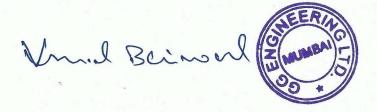
The Directors of the Company attended the Meeting Mr. Abhishek Jain Internal Auditor, from M/S Jain & Baldua, The Secretarial Auditors Mr. Bhuwnesh Bansal from M/s. Bhuwnesh Bansal & Associates, Scrutinizers for the e-Voting and the voting during the proceedings of the AGM, were also present at the Meeting through VC. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman made a presentation covering the financial performance, business highlights, strategic journey, Covid-19 initiatives, employee engagement initiatives, awards and recognitions, etc.

The following resolutions set out in the Notice convening the AGM were proposed and seconded by the Members:

Item	Details of the Agenda	Resolution
No.		required
1	Adopt the Audited Balance Sheet (Standalone & Consolidated) of the Company	Ordinary
	as at 31st March 2020 and statement of Profit & Loss Account for the year ended	Resolution
	as on that date together with the reports of the Directors and Auditors thereon.	
2	Appoint Mrs. Rashi Gupta (DIN: 06997278) as Director of the Company, who	Ordinary
	retires by rotation and being eligible, offers herself for re-appointment.	Resolution
3	Appointment of Statutory Auditor	Ordinary
		Resolution
4	Appoint Mr. Jaymin Modi as an Independent Director	Ordinary
		Resolution
5	Appoint Mr. Brijesh Dineshkumar Shah as an Independent Director	Ordinary
		Resolution

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e- Voting. He further informed that M/s. Bhuwnesh Bansal & Associates, Practicing Company Secretary (Membership No FCS6526 & COP No 9089) had been appointed as



Scrutinizers to supervise that the remote e-Voting and the voting during the proceedings of the AGM was done in a fair and transparent manner.

The Chairman thanked the Members for attending and participating at the meeting. He also thanked the Directors for joining the Meeting virtually. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Chairman authorized the Company Secretary to carry out the voting process and declare the results of the consolidated voting. He informed the Members that the consolidated voting results along with the Scrutinizer's Report shall be placed on the Company's website www.ggengg.in and on the website of NSDL www.evoting.nsdl.com. The results would also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and be made available on their respective websites viz. www.bseindia.com.

The Scrutinizer's Report was received on Monday, 28th September 2020 and, as set out therein, all the Resolutions have been passed with the requisite majority.

For G G Engineering Limited

Vinod Beriwal Managing Director

14th Annual General Meeting Voting Results

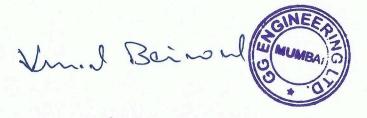
Date of the AGM	28th September 2020
Total number of shareholders on record date	1023
No. of shareholders present in the meeting either in person • Promoters and Promoter group • Public	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.:
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter groupPublic	6 9



Adopt the Audited Balance Sheet (Standalone & Consolidated) of the Company as at 31st March 2020 and statement of Profit & Loss Account for the year ended as on that date together with the reports of the Directors and Auditors thereon.

Resoluti	Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100*	No. of Votes in favour (4)	No. of Votes in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) = [(5)/(2)]*100	
Promoter -	E-Voting		6558665	100	6558665	0	100	0	
and	Poll	6558665	0	0	0	0	0	0	
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0	
Group	Total	6558665	6558665	100	6558665	0	100	0	
	E-Voting	0	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutional Holders	Postal Ballot(if applicable)		0	0	0	0	0	0	
110101010	Total	0	0	0	0	0	0	0	
	E-Voting		804466	21.45	804466	0	100	0	
Public-	Poll	3751380	0	0	0	0	0	0	
Others	Postal Ballot(if applicable)								
	Total	3751380	804466	21.45	804466	0	100	0	
Total		10310045	7363131	71.42	7363131	0	100	0	

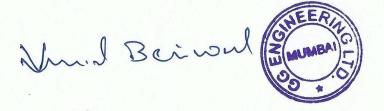
^{*}Under this column, the valid votes polled are mentioned



Appoint Mrs. Rashi Gupta (DIN: 06997278) as Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.

Resoluti	on required: (Ordinary/Special)	•	(Ordinary Reso	lution		1	
Whether promoter/promoter group are interested in the agenda/resolution		ested	Yes						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100*	No. of Votes in favour (4)	No. of Votes in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) = [(5)/(2)]*100	
Promoter	E-Voting		0	0	0	0	0	0	
and	Poll	6558665	0	0	0	0	0	0	
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0	
Group	Total	6558665	0	0	0	0	0	0	
	E-Voting	0	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutional Holders	Postal Ballot(if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		804466	21.45	804466	0	100	0	
Public-	Poll	3751380	0	0	0	0	0	0	
Others	Postal Ballot(if applicable)								
	Total	3751380	804466	21.45	804466	0	100	0	
Total		10310045	804466	7.80	804466	0	100	0	

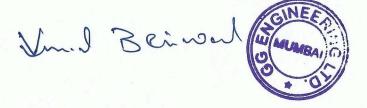
^{*}Under this column, the valid votes polled are mentioned



Appointment of Statutory Auditor

	on required: (Ordinary/Specia				Ordinary Reso	lution		1
	moter/promoter group are inter n the agenda/resolution	rested			No			
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100*	No. of Votes in favour (4)	No. of Votes in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) = [(5)/(2)]*100
Promoter	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
D 111	E-Voting	0	0	0	0	0	0	0
Public- Institutional	Poll		0	0	0	0	0	0 -
Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting	0884000	804466	21.45	804466	0	100	0
Public-	Poll	3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

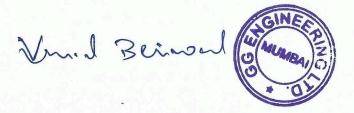
^{*}Under this column, the valid votes polled are mentioned



Appoint Mr. Jaymin Modi as an Independent Director

Resoluti	on required: (Ordinary/Special)			Ordinary Reso	lution		
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100*	No. of Votes in favour (4)	No. of Votes in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) = [(5)/(2)]*100
Promoter -	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
	E-Voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutional - Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
Tiorders	Total	0	0	0	0	0	. 0	0
	E-Voting		804466	21.45	804466	0	100	0
Public-	Poll	3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

^{*}Under this column, the valid votes polled are mentioned



Appoint Mr. Brijesh Dineshkumar Shah as an Independent Director

	on required: (Ordinary/Special				Ordinary Reso	lution		
	moter/promoter group are inter n the agenda/resolution	No						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100*	No. of Votes in favour (4)	No. of Votes in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) = [(5)/(2)]*100
Promoter	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
	E-Voting	0	0	0	0	0	0	0
Public- Institutional	Poll		0	0	0	0	0	0
Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	. 0	0
	E-Voting		804466	21.45	804466	0	100	0
Public-	Poll	3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							ALC TO THE RESERVE OF THE PARTY
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

^{*}Under this column, the valid votes polled are mentioned



002, Dreamland Park C Wing CHS Ltd. Gokuldham Road, Near Vijay park, Mira Road (E), Thane 401107 Mobile – 7738181976 Email- csbbansal@gmail.com

CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND ELECTRONIC VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman G G Engineering LimitedOffice No. 203, 2nd Floor,

Shivam Chamber Chambers Co-op. Soc. Ltd., Goregaon (west), Mumbai – 400 104

Dear Sir,

Consolidated Scrutinizer's Report on voting through Remote E-Voting and Electronic Voting at the Annual General Meeting of the G G Engineering Limited held on Monday, September 28, 2020 at 12.00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM').

- I, Bhuwnesh Bansal, Practicing Company Secretary (FCS 6526/CP-9089) have been appointed as the Scrutinizer by the Board of Directors of the Company held on 02nd September, 2020, to conduct the following.
 - i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - ii) **Electronic Voting at the AGM** under the provision of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on 28th September, 2020 at 12:00 P.M.

The notice dated September 02, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Thursday, September 24, 2020 (9:00 a.m.) and ended on Sunday, September 27, 2020 (5:00 p.m.) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirement of Companies Act, 2013 and the rules made there under in relation to exercising of voting right through electronic means on the resolutions as set out in the notice convening the Annual General Meeting dated September 02, 2020.

Responsibility as a scrutinizer

My responsibility, as the scrutinizer for the Remote E-Voting and Electronic Voting at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the notice convening the Annual General Meeting, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing E-voting facilities and also at the time of Electronic Voting during the Annual General Meeting.

I submit my report as under:-

- 1. On completion of E-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 28th September, 2020.
- 2. At the Annual General Meeting of the Company held on 28th September, 2020, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier

The result of the remote e-voting and during the AGM in respect of the said resolutions as under:-

<A> ORDINARY BUSINESS:

Resolution 1

To receive, consider and adopt the Audited Balance Sheet (Standalone & Consolidated) of the Company as at 31st March, 2020 and statement of Profit & Loss Account for the year ended as on that date together with the reports of the Directors and Auditors thereon.:-

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
12	7363131	100.00

(ii) Voted **against** the resolution:

Number of members	Number of Valid	% of total number
voted	votes cast by them	of Valid votes cast
Nil	Nil	Nil

(iii) Invalid votes

Number of members whose votes	Number of invalid votes
were declared invalid	cast by them
Nil	Nil

Resolution 2

To appoint Mrs. Rashi Gupta (DIN: 06997278) as Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.:-

(i) Voted in Favour of the resolution:-

Number of members	Number of Valid	% of total number		
voted	votes cast by them	of Valid votes cast		
6	804466	100.00		

(ii) Voted **against** the resolution:

Number of members	Number of Valid	% of total number
voted	votes cast by them	of Valid votes cast
Nil	Nil	Nil

(iii) Invalid votes

Number of members whose votes	Number of invalid votes
were declared invalid	cast by them
6	6558665

Resolution 3

To Appointment of Statutory Auditors:-

(i) Voted in Favour of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
12	7363131	100.00

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(ii) Voted **against** the resolution:

Number of members	Number of Valid	% of total number
voted	votes cast by them	of Valid votes cast
Nil	Nil	Nil

(iii) Invalid votes

Number of members whose votes	Number of invalid votes
were declared invalid	cast by them
Nil	Nil

 SPECIAL BUSINESS:

Resolution 4

To appoint Mr. Jaymin Modi (DIN: 07352950) as an Independent Director:-

Type of Resolution: Ordinary Resolution:-

(i) Voted in Favour of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
12	7363131	100.00

(ii) Voted against the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
Nil	Nil	Nil

(iii) Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 5

To appoint Mr. Brijesh Dineshkumar Shah (DIN: 07352957) as an Independent Director:-

Type of Resolution: Ordinary Resolution:-

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(i) Voted in Favour of the resolution:-

Number of members	Number of Valid	% of total number
voted	votes cast by them	of Valid votes cast
12	7363131	100.00

(ii) Voted **against** the resolution:

Number of memb	ers Number of Valid	% of total number
voted	votes cast by them	of Valid votes cast
Nil	Nil	Nil

(iii) Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

All the resolutions stands passed under E-voting and Electronic Voting during the AGM with requisite majority.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

Thanking You.
Yours faithfully,
For Bhuwnesh Bansal & Associates

Bhuwnesh Bansal Proprietor FCS No. – 6526 CP No. – 9089 UDIN - F006526B000778033

Place: Mumbai **Date:** 28/09/2020