

Ref No.: GGD/Sec./2020/09/06  
30<sup>th</sup> September, 2020

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 81st Annual General Meeting together with Scrutinizer's Report**

Dear Sir/Madam,

We wish to inform you that, the 81st Annual General Meeting of G. G. Dandekar Machine Works Limited was held on Monday, 28th September, 2020 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 8 April 2020, the General Circular No. 17 /2020 dated 13 April 2020 and the General Circular No. 20/2020 dated 5 May 2020, issued by the Ministry of Corporate Affairs and the SEBI Regulations read with the SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/ 2020/79 dated 12 May 2020.

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	28 <sup>th</sup> September, 2020
Total number of Shareholders on Record Date (i.e. 21st September, 2020 - Cut Off Date for E-voting purpose)	2101
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 14

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 4 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

**Regd. Office & Factory :**

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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 2020 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	2865660	99.9717	2865660	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>	<b>2866470</b>	<b>2865660</b>	<b>99.9717</b>	<b>2865660</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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>	<b>135680</b>	<b>135680</b>	<b>100.0000</b>	<b>135680</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1759237	67923	3.8609	67922	1	99.9985	0.0015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>1759237</b>	<b>67923</b>	<b>3.8609</b>	<b>67922</b>	<b>1</b>	<b>99.9985</b>	<b>0.0015</b>
	<b>Total</b>	<b>4761387</b>	<b>3069263</b>	<b>64.4615</b>	<b>3069262</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>

**Resolution No 2: Re-Appointment of Mr. Nihal G. Kulkarni (DIN 01139147) 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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	2866470	2865660	99.9717	2865660	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	2865660	99.9717	2865660	0	100.0000	0.0000
<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	0.0000
<b>Public- Non Institutions</b>	<b>E-Voting</b>	1759237	67923	3.8609	67916	7	99.9897	0.0103
	<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	67923	3.8609	67916	7	99.9897	0.0103
	<b>Total</b>	4761387	3069263	64.4615	3069256	7	99.9998	0.0002

<b>Resolution No 3: Appointment of Ms. Smita Arun Raichurkar (holding DIN: 08179533) as Non-Executive Director liable to retire by rotation.</b>								
<b>Resolution required: (Ordinary / Special)</b>				Ordinary				
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>				No				
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes – in favour</b>	<b>No. of votes – against</b>	<b>% of votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	2866470	2865660	99.9717	2865660	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	2865660	99.9717	2865660	0	100.0000	0.0000
<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	0.0000
<b>Public- Non Institutions</b>	<b>E-Voting</b>	1759237	67923	3.8609	67916	7	99.9897	0.0103
	<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	67923	3.8609	67916	7	99.9897	0.0103
	<b>Total</b>	4761387	3069263	64.4615	3069256	7	99.9998	0.0002

**Resolution No 4:** Appointment of Mr. Chinmay Madhav Bhandari (holding DIN: 07843049) as Non-Executive Independent Director for a period of 5 years with effect from January 27, 2020.

**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	2865660	99.9717	2865660	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	2865660	99.9717	2865660	0	100.0000	0.0000
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	0.0000
Public- Non Institutions	E-Voting	1759237	67923	3.8609	67916	7	99.9897	0.0103
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	1759237	67923	3.8609	67916	7	99.9897	0.0103
	<b>Total</b>	4761387	3069263	64.4615	3069256	7	99.9998	0.0002

## SCRUTINIZER'S CONSOLIDATED REPORT

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

**81<sup>st</sup> Annual General Meeting of the Members of G. G. Dandekar Machine Works Limited held on Monday, the 28<sup>th</sup> day of September 2020 at 11:30 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 following purposes:

1. The remote e-voting process was conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 25<sup>th</sup> September 2020, 09.00 am IST and ended on 27<sup>th</sup> September 2020, 05.00 pm IST.
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 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:



*(Handwritten signature)*

**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 31st March 2020 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
21	30,69,111	99.99%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
1	1	0.01%

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
21 members were present at the meeting and 10 members voted in favour at the meeting	151	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
21 members were present at the meeting and no member 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	30,69,262	1	0
% of Total number of valid votes	99.99%	0.01%	0

Passed with requisite majority.

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

To appoint a Director in place of Mr. Nihal Kulkarni (DIN: 01139147), who retires by rotation and being eligible, offers himself 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
20	30,69,105	99.99%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
2	7	0.01%



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
21 members were present at the meeting and 10 members voted in favour at the meeting	151	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
21 members were present at the meeting and no member 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	30,69,256	7	0
% of Total number of valid votes	99.99%	0.01%	0

Passed with requisite majority.



**SPECIAL BUSINESS:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory amendment, modification(s) or re-enactment thereof for the time being in force), Ms. Smita Arun Raichurkar (holding DIN: 08179533), who was appointed as an Additional Director by the Board of Directors of the Company with effect from 27 January 2020 and who holds office of Director up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 read with Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.”

**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
20	30,69,105	99.99%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
2	7	0.01%

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



21 members were present at the meeting and 10 members voted in favour at the meeting	151	100%
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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
21 members were present at the meeting and no member 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	30,69,256	7	0
% of Total number of valid votes	99.99%	0.01%	0

Passed with Requisite majority.

**d) As an ordinary resolution- Item No. 4**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and Regulation 16(1)(b) and 25(8) including such other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory amendment, modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Nomination and Remuneration Committee, Mr. Chinmay Madhav Bhandari (DIN: 07843049), who was appointed as an Additional Director by the Board of Directors of the Company with effect from 27 January 2020 and who holds office of Director up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 read with Articles of Association of the Company

and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 27 January 2020.”

**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
20	30,69,105	99.99%

Voted against the resolution:

Number of members who voted	Number of votes cast	% of total number of valid votes cast
2	7	0.01%

Invalid Votes:

Number of members who abstained from Voting	Number of votes cast
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
21 members were present at the meeting and 10 members voted in favour at the meeting	151	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

21 members were present at the meeting and no member voted against at the meeting	0	
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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	30,69,256	7	0
% of Total number of valid votes	99.99%	0.01%	0

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 Athavale  
Partner  
KANJ & Co. LLP  
Company Secretaries, Pune.  
UDIN: F002412B000805931



NIHAL  
GAUTAM  
KULKARNI  
Digitally signed  
by NIHAL  
GAUTAM  
KULKARNI  
Date: 2020.09.30  
09:47:51 +05'30'

Chairman,  
G. G. Dandekar Machine Works Limited

Place: Pune  
Date: 29<sup>th</sup> September 2020

Place: Pune  
Date: 29<sup>th</sup> September 2020