



**Taher S. Sapatwala**  
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**Taher Sapatwala & Associates**  
**Company Secretaries**

**REPORT OF THE SCRUTINIZER**

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

Mr. Aditya A Garware, Chairman  
Ms. Pallavi P. Shedge, Company Secretary & Compliance Officer  
GARWARE MARINE INDUSTRIES LIMITED  
102, Buildarch Wisteria, 1st Floor,  
Ram Maruti Road,  
Dadar (West), Mumbai 400028

Dear Sir,

**Sub: Consolidated Scrutinizer's report on remote e-voting and e-voting during the 44th AGM through Video Conferencing pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015.**

I, Taher Sapatwala, Company Secretary in Practice have been appointed as scrutinizer for the purpose of scrutinizing the remote e-voting as well as e-voting by the members at the 44th Annual General Meeting (AGM) of the members of Garware Marine Industries Limited (CIN No: L12235MH1975PLC018481) in a fair and transparent manner pursuant to the provisions of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, MCA circular no. 20/2020 dated May 5, 2020 read with circulars no. 14/2020, 17/2020, 02/2021, 21/2021 and 2/2022 dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021 and May 5, 2022 respectively (collectively referred to as "MCA Circulars") and SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and dated January 15, 2021 & SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively referred to as "SEBI Circulars") and ascertaining the requisite majority on the resolutions transacted at the 44th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on September 22, 2022 at 11.30 a.m. through two-way Video Conference (VC) / Other Audio Visual Means (OVAM). The proceeding of AGM deemed to be conducted at the Registered Office of the Company situated at 102, Buildarch Wisteria, 1st Floor, Ram Maruti Road, Dadar (West), Mumbai 400028.

The Management of the Company is responsible to ensure the compliance with the requirements of relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and (iii) MCA, and SEBI circulars related to voting through remote e-voting and e-voting at the AGM by the shareholders on the resolutions proposed in the notice of the 44th AGM of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the 44th AGM, is conducted in fair and transparent manner and to render consolidated scrutinizer's Report of the total votes cast "in favour" or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL).

1. The Notice of AGM dated August 8, 2022, along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company.



*Taher*





**Taher Sapatwala & Associates**

**Company Secretaries**

2. The Company has availed services of Central Depository Services (India) Limited ("CDSL") for providing e-voting facility for conducting remote e-voting and e-voting during the AGM, to the shareholders of the Company. The remote e-voting commenced on Monday, September 19, 2022 at 10.00 a.m. and ended on Wednesday, September 21, 2022 at 5.00 p.m.
3. Facility of e-voting was provided during the AGM to those members who did not call for their votes by remote e-voting prior to the AGM.
4. Since the meeting was conducted through VC/OAVM, there was no physical presence of the shareholders to vote physically in the meeting accordingly, no ballot box was kept.
5. After the closure of a-voting at the AGM the report on e-voting done during the AGM and vote casted under remote e-voting facility prior to the AGM was unblocked were reconciled with the records received from Central Depository Services (India) Limited (CDSL) and the records maintained by the Company and its Registrar and Transfer Agents, and the authorizations lodged with the Company in the presence of two witnesses, who are not in the employment of the Company.

I now submit the consolidated report as under on the result of remote e-voting and e-voting facility made available during the AGM in respect of the said resolutions as attached herewith.

The electronic data and all other relevant records relating to the remote e-voting will remain in my safe custody until the Chairman considers, approves, and signs the Postal Ballot Minutes and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours sincerely

For Taher Sapatwala & Associates

Taher Sapatwala  
Company Secretary  
FCS: 8029  
C.P. No. 16149  
UDIN : F008029D001009249  
Place : Mumbai  
Date : September 22, 2022



Countersigned and received the report  
On behalf of Garware Marine Industries Limited

Pallavi P. Shedge  
Company Secretary & Compliance Officer  
A-29787

Witness

1.   
Name: Narendra Surve

2.   
Name: Lalita Shote



**RESOLUTION NO. 1**  
**ORDINARY BUSINESS: Consideration & Adoption of Standalone and Consolidated financial statement for the year ended March 31, 2022 and the reports of the Directors and Auditors thereon.**

	No. of votes polled	In favor						Against						% of voting (For and Against)		
		Remote e-voting		E-voting during AGM		Total		Remote e-voting		E-voting during AGM		Total				
		No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	In Favor	Against	
Promoter & Promoter Group	1930014	12	1930014	0	0	12	1930014	0	0	0	0	0	0	0	100.00%	0%
Public Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Public - Others	583389	74	583117	1	100	75	583217	2	172	0	0	2	172	99.97%	0.03%	
<b>Total</b>	<b>2513403</b>	<b>86</b>	<b>2513131</b>	<b>1</b>	<b>100</b>	<b>87</b>	<b>2513231</b>	<b>2</b>	<b>172</b>	<b>-</b>	<b>0</b>	<b>2</b>	<b>172</b>	<b>99.99%</b>	<b>0.01%</b>	

**RESOLUTION NO. 2**  
**ORDINARY BUSINESS: Re-appointment of Mr. Aditya A. Garware (DIN: 00019816), who retires by rotation and being eligible, offers himself for re-appointment.**

	No. of votes polled	For						Against						% of voting (For and Against)		
		Remote e-voting		E-voting during AGM		Total		Remote e-voting		E-voting during AGM		Total				
		No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	In Favor	Against	
Promoter & Promoter Group	1717799	10	1717799	0	0	10	1717799	0	0	0	0	0	0	0	100.00%	0%
Public Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Public - Others	583389	74	583117	1	100	75	583217	2	172	0	0	2	172	99.97%	0.03%	
<b>Total</b>	<b>2301188</b>	<b>84</b>	<b>2300916</b>	<b>1</b>	<b>100</b>	<b>85</b>	<b>2301016</b>	<b>2</b>	<b>172</b>	<b>0</b>	<b>0</b>	<b>2</b>	<b>172</b>	<b>99.99%</b>	<b>0.01%</b>	

  


**RESOLUTION NO. 3**

**ORDINARY BUSINESS:** Reappointment of M/s. D. Kothary & Co., Chartered Accountants (Firm Registration No. 105335W), as Statutory Auditors of the Company to hold office for a period of 5 years (02nd term) from the conclusion of ensuing 44th Annual General Meeting in the current year 2022 until the conclusion of the 49th annual general meeting of the company in the year 2027

	No. of votes polled	For						Against						% of voting (For and Against)		
		Remote e-voting		E-voting during AGM		Total		Remote e-voting		E-voting during AGM		Total				
		No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	In Favor	Against	
Promoter & Promoter Group	1930014	12	1930014	0	0	12	1930014	0	0	0	0	0	0	0	100.00%	0.00%
Public Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Public - Others	583389	74	583117	1	100	75	583217	2	172	0	0	2	172	172	99.97%	0.03%
<b>Total</b>	<b>2513403</b>	<b>86</b>	<b>2513131</b>	<b>1</b>	<b>100</b>	<b>87</b>	<b>2513231</b>	<b>2</b>	<b>172</b>	<b>0</b>	<b>0</b>	<b>2</b>	<b>172</b>	<b>172</b>	<b>99.99%</b>	<b>0.01%</b>

**RESOLUTION NO. 4**

**SPECIAL BUSINESS:** Re-appointment of Mr. Shyamsunder V. Atre (DIN: 01893024) as Executive Director, for a period of two years with effect from 31st October, 2022

	No. of votes polled	For						Against						% of voting (For and Against)		
		Remote e-voting		E-voting during AGM		Total		Remote e-voting		E-voting during AGM		Total				
		No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	In Favor	Against	
Promoter & Promoter Group	1930014	12	1930014	0	0	12	1930014	0	0	0	0	0	0	0	100.00%	0%
Public Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Public - Others	583389	74	583117	1	100	75	583217	2	172	0	0	2	172	172	99.97%	0.03%
<b>Total</b>	<b>2513403</b>	<b>86</b>	<b>2513131</b>	<b>1</b>	<b>100</b>	<b>87</b>	<b>2513231</b>	<b>2</b>	<b>172</b>	<b>-</b>	<b>0</b>	<b>2</b>	<b>172</b>	<b>172</b>	<b>99.99%</b>	<b>0.01%</b>





**RESOLUTION NO. 5**  
**SPECIAL BUSINESS: Consider and approve Material Related Party Transaction(s) with GLOBAL OFFSHORE SERVICES LIMITED**

	No. of votes polled	For						Against						% of voting (For and Against)		
		Remote e-voting		E-voting during AGM		Total		Remote e-voting		E-voting during AGM		Total				
		No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	No of members voted	No. of Shares	In Favor	Against	
Promoter & Promoter Group	1588549	8	1588549	0	0	8	1588549	0	0	0	0	0	0	0	100.00%	0.00%
Public Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Public - Others	583389	74	583117	1	100	75	583217	2	172	0	0	2	172	99.97%	0.03%	
<b>Total</b>	<b>2171938</b>	<b>82</b>	<b>2171666</b>	<b>1</b>	<b>100</b>	<b>83</b>	<b>2171766</b>	<b>2</b>	<b>172</b>	<b>0</b>	<b>0</b>	<b>2</b>	<b>172</b>	<b>99.99%</b>	<b>0.01%</b>	

*Taher Sapatwala*

Taher Sapatwala  
 FCS: 8029  
 C.P. No. 16149  
 UDIN : F008029D001009249  
 Place : Mumbai  
 Date : September 22, 2022



For GARWARE MARINE INDUSTRIES LIMITED

*Pallavi P. Shedge*

Pallavi P. Shedge  
 Company Secretary & Compliance Officer  
 A-29787