

Ref No.: GGD/Sec./2019/09/06

28<sup>th</sup> September, 2019

BSE Scrip Code: **505250**

To  
**The Executive Director**  
Corporate Relationship Department  
BSE Limited  
Floor no.25, PJ Towers,  
Dalal Street,  
Mumbai – 400 001

**Sub: Disclosure of voting results of 80<sup>th</sup> Annual General Meeting together with Scrutinizer's report**

**Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

We wish to inform you that, the 80<sup>th</sup> Annual General Meeting of G. G. Dandekar Machine Works Limited was held on Friday, 27<sup>th</sup> September, 2019 at 11.30 am at 211/A, MIDC Butibori Industrial Area, Village Kinhi, Tal. Hingana, Dist. Nagpur - 441122, Maharashtra.

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 ballot voting at AGM.

Date of Annual General Meeting	27 <sup>th</sup> September, 2019
Total number of Shareholders on Record Date (i.e. 20 <sup>th</sup> September, 2019 - Cut Off Date for E-voting purpose)	2163
Number of Shareholders present in Annual General Meeting in person or through proxies	
Promoters	3
Public	20

CIN : L99999MH1938PLC002869

Regd. Office & Factory :

B-211/1, MIDC Butibori Industrial Area,

Kinhi Village, Tah. Hingna,

Dist. Nagpur - 441122, Maharashtra

Tel. : (07104) 667300

Fax : (07104) 667302

Website : [www.ggdandekar.com](http://www.ggdandekar.com)



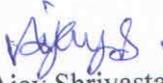
Number of Shareholders attended the Annual General Meeting through Video conferencing	N.A.
Promoters Public	

You are kindly requested to take the same on your record.

Thanking you,

Yours faithfully,

For **G. G. Dandekar Machine Works Limited**

  
Ajay Shrivastava  
Company Secretary



Encl: A/a

## CONSOLIDATED SCRUTINIZERS REPORT

27<sup>th</sup> September, 2019

To,  
Chairman,  
**G. G. DANDEKAR MACHINE WORKS LIMITED**  
211 / A, MIDC, Buti Bori Industrial Area,  
Village Kinhi, Tal. Hingana, Dist. Nagpur,  
Nagpur - 441122

80<sup>th</sup> Annual General Meeting of the Equity Shareholders of G. G. Dandekar Machine Works Limited, on Friday, 27<sup>th</sup> September, 2019 at 211/A, MIDC, Butibori Industrial Area, Village Kinhi, Tal. Hingana, District Nagpur- 441122 at 11.30 A.M.

Dear Sir,

I, CS Mahesh A. Athavale, Partner of M/s KANJ Co, LLP, Pune was appointed as Scrutinizer for E-voting process and for the poll taken at the Annual General Meeting of the Company held on 27<sup>th</sup> September, 2019 report as under:

1. The e-Voting process conducted for all the resolutions, as per Section 108 of the Companies Act, 2013 between 24<sup>th</sup> September, 2019 (9:00 am) and ended on 26<sup>th</sup> September, 2019 (5:00 pm).
2. A final electronic report of the e-voting process was generated by me by using the access and authorizations given to me by National Securities Depository Limited (NSDL), i.e. "https://www.evoting.nsdl.com (NSDL). The final report was tabulated by me and the data regarding the final e-Votes as well as the votes casted through the ballot/poll process was diligently scrutinized and reconciled with the data available on the above-mentioned website.
3. Similarly, with respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in our presence with due identification marks placed by us. Subsequently, after the closing of the poll, the locked ballot box was opened in our presence and votes casted through ballot are included in our consolidated scrutinisers report.
4. A poll was taken on the resolutions Nos. 1, 2, 3, 4 and 5 as per Section 109 of the Companies Act, 2013 and the Rules made there under at the Annual General Meeting of the Company.
5. Attendance register has been signed by Twenty-Six persons. Out of which one is an auditor who is not a member, Two are the Directors who are not members, CS Mr Shrivastava and CFO Mr Barlota are not members and names of the two persons viz. Mr. Sanat Maji and Mr.



*h, s, m*

Asif Shaikh had signed the Attendance Register did not appear in the Benpos as at 20<sup>th</sup> September 2019, hence they did not vote and their presence has not been considered as members present.

6. Consequently, members present in person or through Authorised representative were 18. One person represented five Proxies. Out of 18, three Body corporates had voted though e voting hence did not participate in poll. The undersigned who is also a member did not vote. One proxy Mr Sudeep Zode represented five members. Hence members who were present at the meeting were 23. And members who voted on poll were 19.
7. The cumulative/ Consolidated result of the e-Voting process and the poll taken at the Meeting is as under:

- a) As an ordinary resolution- Item No. 1 passed with requisite majority

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 March, 2019 and the Reports of the Board of Directors and Auditors thereon.

- E-Voting process:

(I) Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	30,01,071	100%

(II) Voted against the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Abstained from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- **Poll taken at the Meeting:**

(I) 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 votes cast
Present - 23 Voting - 19	84,818	100%

(II) 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 votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Total:**

	Voted in favour	Voted against	Invalid
Total Votes	30,85,889	NIL	NIL
% of Total number	100%	NIL	NIL

**b) As an ordinary resolution- Item No. 2 passed with requisite majority**

To appoint a director in place of Mr. Madhav Chandrachud (holding DIN 06419028) who retires by rotation and being eligible, offers himself for re-appointment.

- **E-Voting process:**

(II) Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	30,01,071	100%



*M. Athavale*

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

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

**(III) Abstained from Voting:**

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- **Poll taken at the Meeting:**

**(I) 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 votes cast
Present - 23 Voting - 19	84,818	100%

**(II) 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 votes cast
NIL	NIL	NIL

**(III) Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Total:**

	Voted in favour	Voted against	Invalid
Total Votes	30,85,889	NIL	NIL
% of Total number	100%	NIL	NIL

c) As an ordinary resolution- Item No. 3 passed with requisite majority

To consider appointment of M/s. Kulkarni Soman & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration and to pass following resolution.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and any other applicable provisions of the Companies Act,2013, M/s. Kulkarni Soman & Associates, (Firm Registration Number 139786-W) Chartered Accountants, Pune be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of 80<sup>th</sup> Annual General Meeting till the conclusion of the 85<sup>th</sup> Annual General Meeting, at a remuneration decided by the Audit Committee and Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.”

- E-Voting process:

(I) Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	30,01,071	100%

(II) Voted against the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Abstained from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- Poll taken at the Meeting:

(I) 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 votes cast
Present - 23 Voting - 19	84,818	100%



(II) 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 votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Total:**

	Voted in favour	Voted against	Invalid
Total Votes	30,85,889	NIL	NIL
% of Total number	100%	NIL	NIL

**d) As an ordinary resolution - Item No. 4 passed with requisite majority**

To consider and ratify appointment of Mr. Pawan J. Rathi (holding DIN No. 06669485) as Non-Executive Independent Director for a period of 5 years.

"RESOLVED THAT in accordance with the provisions of Sections 149, 152, 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereof and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Pawan Jasraj Rathi (holding DIN: 06669485), who was appointed as an Additional Director pursuant to Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing, proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company, for the term of 5 (Five) consecutive years upto 15th May, 2024, not liable to retire by rotation."

• **E-Voting process:**

(I) Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	30,01,071	100%



(II) Voted against the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Abstained from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- **Poll taken at the Meeting:**

(I) 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 votes cast
Present - 23 Voting - 19	84,818	100%

(II) 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 votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Total:**

	Voted in favour	Voted against	Invalid
Total Votes	30,85,889	NIL	NIL
% of Total number	100%	NIL	NIL



e) As an special resolution- Item No. 5 passed with requisite majority

To consider re-appointment of Mr. Saurabh B. Patwardhan (holding DIN No. 03056479) as Non-Executive Independent Director for a second term of 5 years.

"RESOLVED THAT in accordance with the provisions of Sections 149, 152, 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereof and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Saurabh Patwardhan (holding DIN: 03056479) who holds office as an Independent Director from 11<sup>th</sup> September, 2014 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 re-appointed as an Independent Director of the Company to hold office for the second term of 5 (Five) consecutive years upto 10<sup>th</sup>September, 2024, not liable to retire by rotation."

- E-Voting process:

(II) Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	30,01,071	100%

(II) Voted against the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Abstained from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- Poll taken at the Meeting:

(I) 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 votes cast
Present - 23 Voting - 19	84,818	100%



(II) 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 votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Total:**

	Voted in favour	Voted against	Invalid
Total Votes	30,85,889	NIL	NIL
% of Total number	100%	NIL	NIL

Note: The figures in percentage have been calculated and rounded off.

Thanking You,

Yours faithfully,




Mahesh A. Athavale

Partner

KANJ & Co, LLP

Company Secretaries, Pune

FCS - 2412, CP No.1488

Place: Nagpur

Date: 27<sup>th</sup> September, 2019