



SEC/48/2017-63

December 14, 2023

<b>The Manager Compliance Department BSE Limited Phiroze Jeejeebhoy Tower Dalal Street Mumbai – 400 001</b>	<b>The Manager Compliance Department The National Stock Exchange of India Ltd. Exchange Plaza Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051</b>
<b>Scrip Code/Symbol: 540678/COCHINSHIP</b>	

Dear Sir/Madam,

**Subject: Announcement of Voting Results of Postal Ballot e-voting process  
and submission of Scrutinizer's Report**

1. This is with reference to the earlier communication dated November 13, 2023 regarding Postal Ballot Notice seeking approval of the Members of the Company for sub-division/ split of existing 1 Equity Share of face value of Rs. 10 each fully paid up into 2 Equity Shares of face value of Rs. 5 each fully paid up and consequential amendment to the Memorandum of Association of the Company by means of Postal Ballot (through remote e-voting only).
2. We wish to inform that the resolutions set out in the Postal Ballot Notice dated November 13, 2023 have been passed with requisite majority.
3. Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Voting Results of the said Postal Ballot e-voting process along with a copy of the Scrutinizer's Report which would also be available on the website of the Company [www.cochinshipyard.in](http://www.cochinshipyard.in)
4. The above is for your information and records please.

Thanking you,

**For Cochin Shipyard Limited**



**General information about company**

Scrip code	540678
NSE Symbol	COCHINSHIP
MSEI Symbol	NOTLISTED
ISIN	INE704P01017
Name of the company	COCHIN SHIPYARD LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-12-2023
Start time of the meeting	
End time of the meeting	

**Scrutinizer Details**

Name of the Scrutinizer	Arun K Kamalolbhavan
Firms Name	Mehta & Mehta
Qualification	CS
Membership Number	9609
Date of Board Meeting in which appointed	07-11-2023
Date of Issuance of Report to the company	14-12-2023

<b>Voting results</b>	
Record date	10-11-2023
Total number of shareholders on record date	292599
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sub-division/ split of existing 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each fully paid up into 2 (Two) Equity Shares of face value of Rs. 5/- (Rupees Five Only) each fully paid up.				
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	95843464	95843464	100	95843464	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		95843464	95843464	100	95843464	0	100
Public- Institutions	E-Voting	8038238	5615597	69.861	5615597	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8038238	5615597	69.861	5615597	0	100
Public- Non Institutions	E-Voting	27658688	258455	0.9344	240390	18065	93.0104	6.9896
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		27658688	258455	0.9344	240390	18065	93.0104
Total		131540390	101717516	77.328	101699451	18065	99.9822	0.0178
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)	In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules made thereunder and the MCA Circulars, the manner of voting on the resolutions set out in the Postal Ballot Notice dated November 13, 2023 was restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Hence, the votes cast has been given under the head E-Voting.
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**Details of Invalid Votes**

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Capital Clause (Clause V) of the Memorandum of Association 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	95843464	95843464	100	95843464	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		95843464	95843464	100	95843464	0	100
Public- Institutions	E-Voting	8038238	5615597	69.861	5615597	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8038238	5615597	69.861	5615597	0	100
Public- Non Institutions	E-Voting	27658688	253310	0.9158	235180	18130	92.8428	7.1572
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		27658688	253310	0.9158	235180	18130	92.8428
Total		131540390	101712371	77.3241	101694241	18130	99.9822	0.0178
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



**Text Block**

Textual Information(1)	In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules made thereunder and the MCA Circulars, the manner of voting on the resolutions set out in the Postal Ballot Notice dated November 13, 2023 was restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Hence, the votes cast has been given under the head E-Voting.
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**Details of Invalid Votes**

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

# Mehta & Mehta

## COMPANY SECRETARIES

DOOR NO: 1509(1), GEORGE & XAVIERS' SQUARE, ST. BENEDICT CROSS ROAD, ERNAKULAM NORTH, KOCHI - 682018  
Phone: +91 484 4055301 / 2395878 • E-mail: [cochin@mehta-mehta.com](mailto:cochin@mehta-mehta.com) • Visit us : [www.mehta-mehta.com](http://www.mehta-mehta.com)

### Scrutinizer's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and  
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,  
**The Chairman & Managing Director**  
**Cochin Shipyard Limited**  
Administrative Building,  
Cochin Shipyard Premises,  
Perumanoor, Ernakulam, Kerala – 682015

**Sub: Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.**

Dear Sir,

I, **Arun K Kamalobhavan** Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **Cochin Shipyard Limited** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 29, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolution as mentioned in the Notice of Postal Ballot dated Monday, November 13, 2023 in a fair and transparent manner and do hereby submit the report as under:



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1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Monday, November 13, 2023.
2. The remote e-voting period commenced on Tuesday, November 14, 2023 (09:00 a.m. IST) and ended on Wednesday, December 13, 2023 (05:00 p.m. IST).
3. The remote e-voting facility was provided by National Securities Depository Limited (NSDL)
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ('CDSL') and whose e-mail addresses are registered with the Company's RTA/Depository Participant(s).
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e., Friday, November 10, 2023, were entitled to vote on the proposed resolution.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution contained in the Notice dated Monday, November 13, 2023 is as under:
  - A. **Ordinary Resolution – Sub-division/ split of existing 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each fully paid up into 2 (Two) Equity Shares of face value of Rs. 5/- (Rupees Five Only) each fully paid up.**



Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1789	101699451	99.98

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
54	18065	0.02

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
-	-

**B. Ordinary Resolution – Alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company.**

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1753	101694241	99.98

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
67	18130	0.02

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
-	-



The above resolution has been passed by the requisite majority since more than half of the votes were casted in favour of the resolution.

Thanking You,

For Mehta & Mehta Company Secretaries



Arun K Kamalolbhavan



**Scrutinizer**

FCS No: 9609

CP No :11657

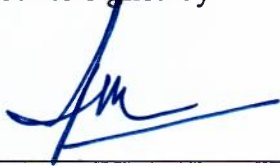
PR No.: 786/2020

UDIN: F009609E002933521

**Place: Cochin**

**Date: 14.12.2023**

Countersigned by



Chairman & Managing Director  
Cochin Shipyard Limited

मधु एस नायर  
MADHU S NAIR  
Chairman & Managing Director  
कोचीन शिपयार्ड लिमिटेड  
Cochin Shipyard Limited  
कोच्ची / Kochi - 682 015

**Place: Cochin**

**Date: 14.12.2023**