



SEC/48/2017-63

September 30, 2022

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

Dear Sir / Madam,

**Subject: Announcement of results of voting for AGM and submission of Scrutinizer's Report**

1. This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 50<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday, September 29, 2022 at 11:00 hrs. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the business mentioned in the notice of the Annual General Meeting dated September 06, 2022.
2. Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CSL submit herewith the announcement of results of votes cast through remote e-voting and e-voting during the 50<sup>th</sup> Annual General Meeting on all resolutions along with a copy of the Consolidated Scrutinizer's Report which would also be available on the website of the Company [www.cochinshipyard.in](http://www.cochinshipyard.in).
3. The above is for your information and record please.

Thanking you,

**For Cochin Shipyard Limited**



**General information about company**

Scrip code	540678
NSE Symbol	COCHINSHIP
MSEI Symbol	
ISIN	INE704P01017
Name of the company	COCHIN SHIPYARD LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2022
Start time of the meeting	11:00 AM
End time of the meeting	12:10 PM

**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	11-02-2020
Date of Issuance of Report to the company	30-09-2022

### Voting results

Record date	22-09-2022
Total number of shareholders on record date	168584
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	68
No. of resolution passed in the meeting	14
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			To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors' and the Auditors' thereon.					
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	0
Public-Institutions	E-Voting	10501911	6444542	61.3654	6444542	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10501911	6444542	61.3654	6444542	0	100	0
Public- Non Institutions	E-Voting	25195015	106360	0.4221	105797	563	99.4707	0.5293
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	25195015	110805	0.4398	110242	563	99.4919	0.5081
Total		131540390	102398811	77.8459	102398248	563	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**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				To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors' thereon.				
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	10501911	6444542	61.3654	6444542	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6444542	61.3654	6444542	0	100
Public- Non Institutions	E-Voting	25195015	106330	0.422	105767	563	99.4705	0.5295
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110775	0.4397	110212	563	99.4918
Total		131540390	102398781	77.8459	102398218	563	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To confirm the payment of first interim dividend of Rs. 6.00 (60%) per equity share and second interim dividend of Rs. 7.00 (70%) per equity share and to declare final dividend of Rs. 3.75 (37.50%) per equity share (face value Rs. 10/-) for the financial year 2021-22.					
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	0
Public-Institutions	E-Voting	10501911	6697131	63.7706	6697131	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10501911	6697131	63.7706	6697131	0	100	0
Public-Non Institutions	E-Voting	25195015	106360	0.4221	105727	633	99.4049	0.5951
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	25195015	110805	0.4398	110172	633	99.4287	0.5713
Total		131540390	102651400	78.0379	102650767	633	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Shri Jose V J (DIN: 08444440), who retires by rotation and being eligible, offers himself for re-appointment.				
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	10501911	6697131	63.7706	6065061	632070	90.5621	9.4379
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	6065061	632070	90.5621
Public- Non Institutions	E-Voting	25195015	105765	0.4198	103825	1940	98.1657	1.8343
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110210	0.4374	108270	1940	98.2397
Total		131540390	102650805	78.0375	102016795	634010	99.3824	0.6176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorize the Board of Directors to fix the remuneration of the auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2022-23.				
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	10501911	6697131	63.7706	6420224	276907	95.8653	4.1347
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	6420224	276907	95.8653
Public- Non Institutions	E-Voting	25195015	105785	0.4199	104557	1228	98.8392	1.1608
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110230	0.4375	109002	1228	98.886
Total		131540390	102650825	78.0375	102372690	278135	99.729	0.271
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Rs. 1,50,000 per annum plus applicable tax to the Cost Auditors, M/s. BBS & Associates, for the financial year 2022-23.				
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	10501911	6697131	63.7706	4117105	2580026	61.4757	38.5243
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	4117105	2580026	61.4757
Public- Non Institutions	E-Voting	25195015	105831	0.42	104028	1803	98.2963	1.7037
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110276	0.4377	108473	1803	98.365
Total		131540390	102650871	78.0375	100069042	2581829	97.4848	2.5152
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt. Amrapali Prashant Salve (DIN: 09415405) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	4433613	2263518	66.2017	33.7983
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	4433613	2263518	66.2017
Public- Non Institutions	E-Voting	25195015	105627	0.4192	102612	3015	97.1456	2.8544
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110072	0.4369	107057	3015	97.2609
Total		131540390	102650667	78.0374	100384134	2266533	97.792	2.208
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.



**Details of Invalid Votes**

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

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Nahar Singh Maheshwari (DIN: 09419082) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	6064870	632261	90.5592	9.4408
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	6064870	632261	90.5592
Public- Non Institutions	E-Voting	25195015	105607	0.4192	103289	2318	97.8051	2.1949
	Poll		4445	0.0176	4265	180	95.9505	4.0495
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110052	0.4368	107554	2498	97.7302
Total		131540390	102650647	78.0374	102015888	634759	99.3816	0.6184
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Ashok Sharma (DIN: 09414565) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	5886152	810979	87.8907	12.1093
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	5886152	810979	87.8907
Public- Non Institutions	E-Voting	25195015	105127	0.4173	102794	2333	97.7808	2.2192
	Poll		4445	0.0176	4265	180	95.9505	4.0495
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	109572	0.4349	107059	2513	97.7065
Total		131540390	102650167	78.037	101836675	813492	99.2075	0.7925
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Prithiviraj Harichandan (DIN: 01351097) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	4433613	2263518	66.2017	33.7983
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	4433613	2263518	66.2017
Public- Non Institutions	E-Voting	25195015	105627	0.4192	103425	2202	97.9153	2.0847
	Poll		4445	0.0176	4265	180	95.9505	4.0495
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110072	0.4369	107690	2382	97.836
Total		131540390	102650667	78.0374	100384767	2265900	97.7926	2.2074
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Venkatesan M (DIN: 07667728) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	4433613	2263518	66.2017	33.7983
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	4433613	2263518	66.2017
Public- Non Institutions	E-Voting	25195015	105607	0.4192	103456	2151	97.9632	2.0368
	Poll		4445	0.0176	4265	180	95.9505	4.0495
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110052	0.4368	107721	2331	97.8819
Total		131540390	102650647	78.0374	100384798	2265849	97.7927	2.2073
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Abhijit Biswas (DIN: 09419083) as Non-official (Independent) Director.				
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	10501911	6697131	63.7706	6064870	632261	90.5592	9.4408
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	6064870	632261	90.5592
Public- Non Institutions	E-Voting	25195015	105147	0.4173	102778	2369	97.747	2.253
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	109592	0.435	107223	2369	97.8383
Total		131540390	102650187	78.037	102015557	634630	99.3818	0.6182
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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



Resolution(13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Sreejith K Narayanan (DIN: 09543968) as Director (Operations).				
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	10501911	6697131	63.7706	6175746	521385	92.2148	7.7852
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10501911	6697131	63.7706	6175746	521385	92.2148
Public- Non Institutions	E-Voting	25195015	105606	0.4192	103652	1954	98.1497	1.8503
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25195015	110051	0.4368	108097	1954	98.2245
Total		131540390	102650646	78.0374	102127307	523339	99.4902	0.5098
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**Details of Invalid Votes**

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

Resolution(14)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Amendment of Articles of Association of the Company by deleting the existing Article 29(b) viz., 'Any proposal of investment in a particular type of security or shares, if such investment exceeds Rs. 10 lakhs except as provided in clause 28A'.				
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	0
Public-Institutions	E-Voting	10501911	6697131	63.7706	6697131	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10501911	6697131	63.7706	6697131	0	100	0
Public-Non Institutions	E-Voting	25195015	105218	0.4176	103632	1586	98.4927	1.5073
	Poll		4445	0.0176	4445	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	25195015	109663	0.4353	108077	1586	98.5538	1.4462
Total		131540390	102650258	78.0371	102648672	1586	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

**Text Block**

Textual Information(1)

The votes cast during the AGM has been given under the head Poll and the votes cast through remote e-voting has been given under the head E-Voting.

**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 & XAVIER'S SQUARE, ST. BENEDICT CROSS ROAD, EMAKULAM NORTH, COCHIN - 682 018.  
Dir. : +91 (484) 4055301 ● E-mail: info@mehta-mehta.com ● Visit us : www.mehta-mehta.com

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 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

Dear Sir,

**Sub : Report on 50<sup>th</sup> Annual General Meeting ("AGM") of the Members of Cochin Shipyard Limited held on Thursday, September 29, 2022, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").**

I, Arun K Kamalobhavan, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of Cochin Shipyard Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the 50<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Thursday, September 29, 2022 at 11.00 a.m. through VC and OAVM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 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, the General Circular No. 20/2020 dated May 05, 2020, 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. 02/2021 dated January 13, 2021, 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 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") in respect of the Resolutions as set out in the Notice convening the 50<sup>th</sup> AGM, do hereby submit my report as follows:

1. The Resolutions were transacted through the process of remote e-voting and through electronic voting system at the venue of the AGM. For the purpose of remote e-voting, the Company had engaged the services of National Securities Depositories Limited ("NSDL").

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2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on Thursday, September 22, 2022 ("cut-off date").
3. The period for remote e-voting commenced on Monday, September 26, 2022 at 9:00 a.m. (IST) and ended on Wednesday, September 28, 2022 at 5:00 p.m. (IST). The Remote e-voting module was disabled by NSDL for voting thereafter.
4. The 50<sup>th</sup> AGM of the Company held through VC / OAVM means, on September 29<sup>th</sup>, 2022, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes.
5. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Anil Kumar Shah and Ms. Aparna Thomas neither of whom are in the employment of the Company.
6. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the Company has given Public Notice to Shareholders on September 07, 2022 in Mathrubhumi (Kochi Edition) in Malayalam Language, Jansatta (All India Edition) in Hindi Language and The Hindu Business Line (All India Edition) in English Language.
7. The Management of the Company holds the responsibility of ensuring the compliance with the requirements of SEBI (LODR) 2015, the circulars issued by the Ministry of Corporate Affairs and the Act and the Rules made thereunder relating to e-voting and resolutions mentioned in the Notice convening the 50<sup>th</sup> Annual General Meeting of the Company.
8. The report on votes cast through remote e-voting was generated from NSDL e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



9. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions. The consolidated results of remote e-voting and voting through electronic voting system at the AGM venue are enclosed as an Annexure to this report.

Thanking You,  
For Mehta & Mehta  
Company Secretaries



Arun K Kamalobhavan  
Scrutinizer

FCS No : 9609

CP No :11657

UDIN: F009609D001087818



Place: Cochin

Date: September 30<sup>th</sup>, 2022

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on 30.09.2022.



**Name** : Mr. Anil Kumar Shah  
**Address** : City Star  
2<sup>nd</sup> Floor, Room No.6  
Opposite North Railway Station,  
Kacheripady, Ernakulam  
Kerala-682018



**Name** : Ms. Aparna Thomas  
**Address** : Chirkkal House,  
Kedamangalam,  
North Paravur- 683513



Countersigned by



**Authorised Signatory**  
**Cochin Shipyard Limited**

बिजोय भास्कर  
**BEJOY BHASKER**  
निदेशक (तकनीकी)  
Director (Technical)  
कोचीन शिपयार्ड लिमिटेड  
Cochin Shipyard Ltd.  
कोच्ची / Kochi - 682 015

**Annexure to the report**

<b>Item No. 1: Ordinary Resolution</b>							
To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors' and the Auditors' thereon.							
Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(+)	691	10,23,93,803	17	4,445	708	10,23,98,248	99.9995%
Votes against the resolution	20	563	0	0	20	563	0.0005%
Invalid votes/Abstained	-	-	-	-	-	-	-
<b>Item No. 2: Ordinary Resolution</b>							
To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors' thereon.							
Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	690	10,23,93,773	17	4,445	707	10,23,98,218	99.9995%
Votes against the resolution	20	563	0	0	20	563	0.0005%
Invalid votes/Abstained	-	-	-	-	-	-	-
<b>Item No. 3: Ordinary Resolution</b>							
To confirm the payment of first interim dividend of ₹6.00 (60%) per equity share and second interim dividend of ₹7.00 (70%) per equity share and to declare final dividend of ₹3.75 (37.50%) per equity share (face value ₹10/-) for the financial year 2021-22.							
Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	688	10,26,46,322	17	4,445	705	10,26,50,767	99.9994%
Votes against the resolution	24	633	0	0	24	633	0.0006%
Invalid votes/Abstained	-	-	-	-	-	-	-
<b>Item No. 4: Ordinary Resolution</b>							
To appoint a Director in place of Shri Jose V J (DIN: 084444440), who retires by rotation and being eligible, offers himself for re-appointment.							
Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	654	10,20,12,350	17	4,445	671	10,20,16,795	99.3824%
Votes against the resolution	55	6,34,010	0	0	55	6,34,010	0.6176%
Invalid votes/Abstained	-	-	-	-	-	-	-



**Item No. 5: Ordinary Resolution**

To authorize the Board of Directors to fix the remuneration of the auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2022-23.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	678	10,23,68,245	17	4,445	695	10,23,72,690	99.7290%
Votes against the resolution	32	2,78,135	0	0	32	2,78,135	0.2710%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 6: Ordinary Resolution**

To ratify the remuneration of Rs. 1,50,000 per annum plus applicable tax to the Cost Auditors, M/s. BBS & Associates, for the financial year 2022-23.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	671	10,00,64,597	17	4,445	688	10,00,69,042	97.4848%
Votes against the resolution	38	25,81,829	0	0	38	25,81,829	2.5152%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 7: Special Resolution**

Appointment of Smt. Amrapali Prashant Salve (DIN:09415405) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	622	10,03,79,689	17	4,445	639	10,03,84,134	97.7920%
Votes against the resolution	85	22,66,533	0	0	85	22,66,533	2.2080%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 8: Special Resolution**

Appointment of Shri Nahar Singh Maheshwari (DIN:09419082) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	654	10,20,11,623	16	4,265	670	10,20,15,888	99.3816%
Votes against the resolution	54	6,34,579	1	180	55	6,34,759	0.6184%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 9: Special Resolution**

Appointment of Shri Ashok Sharma (DIN: 09414565) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	649	10,18,32,410	16	4,265	665	10,18,36,675	99.2075%
Votes against the resolution	58	8,13,312	1	180	59	8,13,492	0.7925%
Invalid votes/Abstained	-	-	-	-	-	-	-



**Item No. 10: Special Resolution**

Appointment of Shri Prithiviraj Harichandan (DIN: 01351097) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	619	10,03,80,502	16	4,265	635	10,03,84,767	97.7926%
Votes against the resolution	88	22,65,720	1	180	89	22,65,900	2.2074%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 11: Special Resolution**

Appointment of Shri Venkatesan M (DIN: 07667728) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution(*)	620	10,03,80,533	16	4,265	636	10,03,84,798	97.7927%
Votes against the resolution	86	22,65,669	1	180	87	22,65,849	2.2073%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 12: Special Resolution :**

Appointment of Shri Abhijit Biswas (DIN: 09419083) as Non-official (Independent) Director

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	651	10,20,11,112	17	4,445	668	10,20,15,557	99.3818%
Votes against the resolution	57	6,34,630	0	0	57	6,34,630	0.6182%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 13: Ordinary Resolution :**

Appointment of Shri Sreejith K Narayanan (DIN: 09543968) as Director (Operations)

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	657	10,21,22,862	17	4,445	674	10,21,27,307	99.4902%
Votes against the resolution	49	5,23,339	0	0	49	5,23,339	0.5098%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 14: Special Resolution :**

Amendment of Articles of Association of the Company by deleting the existing Article 29(b) viz., 'Any proposal of investment in a particular type of security or shares, if such investment exceeds Rs. 10 lakhs except as provided in clause 28A'.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	663	10,26,44,227	17	4,445	680	10,26,48,672	99.9985%
Votes against the resolution	41	1,586	0	0	41	1,586	0.0015%
Invalid votes/Abstained	-	-	-	-	-	-	-

