



# AUTOMOBILE CORPORATION OF GOA LIMITED

Ref: ACG:S&L:

September 7, 2019

Manager - The Department of Corporate Services  
**BSE Limited**  
Floor 25, P. J. Towers  
Dalal Street, Fort,  
Mumbai - 400 001.

Scrip Code: 505036

Dear Sir/ Madam,

Sub: Proceedings of Postal Ballot

Dear Sir,

Please find enclosed a certified true copy of the proceedings of the postal ballot of the Company concluded on Wednesday the 4th day of September, 2019 and the results of which were declared on 6<sup>th</sup> September, 2019.

Request you to kindly take note of the same and acknowledge the receipt.

Thanking You.

Yours Faithfully,  
For Automobile Corporation of Goa Limited

Manisha Naik Shirgaonkar  
Company Secretary



Proceedings/Minutes of the Resolution passed through Postal Ballot / E-Voting by the Members of Automobile Corporation of Goa Limited declared on Friday, September 6, 2019 at 4:00 P. M. at the Registered Office of the Company at Honda, Sattari, Goa - 403530.

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The Company had issued a Postal Ballot Notice dated July 24, 2019 ("Notice"), dispatched to all the Shareholders on August 5 2019, pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read together with Rule 22 of the Companies (Management & Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other applicable law and regulations, for obtaining the consent of the Shareholders to the following Special Resolution by means of postal ballot :

**"RESOLVED THAT** pursuant to the provisions of Section 14 of the Companies Act, 2013 and other applicable provisions or Rules if any of the Companies Act, 2013, the new set of Articles of Association as placed before the meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved and adopted as new set of Articles of Association of the Company in the place of and exclusion of the existing Articles of Association.

**RESOLVED FURTHER THAT** Mr. O V Ajay (CEO & Executive Director) or Ms. Manisha Naik Shirgaonkar, (Company Secretary) of the Company, be and is hereby severally authorized to do all such acts, deeds and things as may be required in order to give effect to above adoption of new set of Articles of Association on behalf of the Company.

The dispatch of Notices and accompanying documents were completed on August 5 2019 to all Members appearing in the records of the company as on July 26, 2019. The Board in its meeting held on July 24, 2019 had approved the following:

1. Mr. Shivaram Bhat: Practicing Company Secretary (Certificate of Practice No. 7853) as the scrutinizer ("Scrutinizer") for conducting the postal ballot and e—Voting process.
- 2 National Depository Services Limited (NSDL) for providing e-voting platform to the members to cast their votes electronically.

It was mentioned in the said Notice dated July 24, 2019 that the postal ballot forms sent therewith should be returned by the Shareholders duly completed so as to reach the Scrutinizer on or before September 4, 2019 5:00 pm. An intimation about completion of dispatch of postal ballot forms was intimated to members by way of publication in the advertisements in newspaper viz 'Financial Express' (English version) and 'Dainik Pudhari' (Marathi version) on August 6, 2019.



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The Notice also indicated the date of commencement of e-voting as Tuesday, 6th August, 2019 at 9.00 a.m. and the last date of e-voting as Wednesday 4th September, 2019 at 5.00 pm, along with the process and manner of voting by electronic means.

The Scrutinizer was required to submit his report to the Chairman after completion of the Scrutiny. Mr. Shivaram Bhat (Scrutinizer) carried out the scrutiny of all the postal ballot forms and electronic votes received upto the close of working hours on September 4, 2019. He submitted his Report dated September 5, 2019 on September 6, 2019 and the Chairman accepted the said Report.

The following is the result of the postal ballot as per the Scrutinizer's Report:

Total votes cast through e-Voting	30,33,710
Total votes cast through Postal Ballot Forms received	4,263
Grand Total of votes cast	30,37,973
Number of invalid votes (e-voting + Postal Ballot Forms)	201
Net Votes	30,37,772
Votes in favour of the Resolution including votes cast by electronic means	30,37,580
Votes against the Resolution including votes cast by electronic means	192

In view of the foregoing, the Special Resolution set out in the Notice dated July 24, 2019 has been therefore duly approved by the requisite majority of the Shareholders.

Place : Honda, Goa

Date : September 6, 2019

Manisha Naik Shirgaonkar  
Company Secretary