

SEC/48/2017-63

August 16, 2018

<p>To, The Manager Listing Compliance Department BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001</p> <p>Scrip Code/ Symbol: <b>540678;</b> <b>COCHINSHIP</b></p>	<p>To, The Manager Listing Compliance Department The National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai- 400051</p> <p>Scrip Symbol: <b>COCHINSHIP</b></p>
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Dear Sir,

**SUBMISSION OF DETAILS REGARDING THE E-VOTING RESULTS UNDER REG 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE 46<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON AUGUST 14, 2018**

1. This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 46<sup>th</sup> Annual General Meeting of the Company was duly held on Tuesday, August 14, 2018 at 11:00 hrs. at Kerala Fine Arts Society Hall, Foreshore Road, Pallimukku, Ernakulam - 682016, to transact the business mentioned in the notice of the Annual General Meeting dated July 13, 2018.
2. As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Reg 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the facility of voting through Remote e-voting and by ballot paper at the Venue of Annual General Meeting was provided to the members. The remote e-voting facility was opened from August 11, 2018 at 12:01 hrs to August 13, 2018 at 17:00 hrs to enable the members to cast their votes. The Company had appointed Mr. Sreekumar P.S, Practising Company Secretary as Scrutinizer for the remote e-voting and voting at the AGM by ballot paper. All the items of business as mentioned in the notice of Annual General Meeting have been transacted and based on the report of the Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority. The Scrutinizers Report is enclosed as Annexure -1.



पंजीकृत कार्यालय: प्रशासनिक भवन, पी.ओ. बैग सं. 1653, पेरुमानूर पी.ओ., कोची - 682 015  
Registered Office: Administrative Building, P.O. BagNo. 1653, Perumanoor P.O., Kochi - 682 015  
फोन / Phone: +91 (484) 2361181/2501200. फाक्स/ Fax: +91(484) 2370897/2383902  
वेबसाइट / Website: www.cochinshipyard.com CIN: U63032KL1972GOI002414

3. Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and ballot paper voting at the 46<sup>th</sup> Annual General Meeting of the Company.

4. You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,  
For Cochin Shipyard Ltd

  
V Kala  
Company Secretary &  
Compliance Officer

Enclosure: As above

**OUTCOME OF VOTING AT ANNUAL GENERAL MEETING**

*(As per Regulation 44(3) of Listing Regulations)*

1.	Date of AGM	August 14, 2018	
2.	Total number of shareholders on cut-off date	166163 based on record date August 07, 2018	
3.	Shareholder	Present in person or through proxy	Total
	-Promoter or Promoter Group -Public	1 222	1 222
4.	Number of shareholders attended the meeting through Video Conferencing - Promoter or Promoter Group - Public	Not Arranged	

## VOTING DETAILS AGENDA – WISE

Resolution No.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: a) Audited standalone financial statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors' and Auditors' thereon; b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2018, 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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253950	1226138	97.782	1225958	180	99.9853	0.0147
	Poll		27782	2.2156	27583	199	99.2837	0.7163
	<b>Total</b>	<b>1253950</b>	<b>1253920</b>	<b>99.9976</b>	<b>1253541</b>	<b>379</b>	<b>99.9698</b>	<b>0.0302</b>
<b>Total</b>		<b>116156473</b>	<b>116156443</b>	<b>100</b>	<b>116156064</b>	<b>379</b>	<b>99.9997</b>	<b>0.0003</b>
Whether resolution is Pass or Not.							Yes	

Resolution No.2								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Declaration of Dividend for the financial year ended March 31, 2018					
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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253911	1226099	97.782	1226099	30	99.9976	0.0024
	Poll		27782	2.2156	27772	10	99.964	.036
	<b>Total</b>	<b>1253911</b>	<b>1253881</b>	<b>99.9976</b>	<b>1253841</b>	<b>40</b>	<b>99.9968</b>	<b>0.0032</b>
<b>Total</b>		<b>116156434</b>	<b>116156404</b>	<b>100</b>	<b>116156364</b>	<b>40</b>	<b>100</b>	<b>0</b>
Whether resolution is Pass or Not.							Yes	

Resolution No.3								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri. D Paul Ranjan (DIN: 06869452), who retires by rotation				
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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253770	1225958	97.7817	1225588	370	99.9698	0.0302
	Poll		27782	2.2159	26864	918	96.6957	3.3043
	<b>Total</b>	<b>1253770</b>	<b>1253740</b>	<b>99.9976</b>	<b>1252452</b>	<b>1288</b>	<b>99.8973</b>	<b>0.1027</b>
<b>Total</b>		<b>116156293</b>	<b>116156263</b>	<b>100</b>	<b>116154975</b>	<b>1288</b>	<b>99.9989</b>	<b>0.0011</b>
Whether resolution is Pass or Not.							Yes	

Resolution No.4								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Fixation of remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2018-19.					
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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253770	1225958	97.7817	1225796	162	99.9868	0.0132
	Poll		27782	2.2159	27573	209	99.2477	0.7523
	<b>Total</b>	<b>1253770</b>	<b>1253740</b>	<b>99.9976</b>	<b>1253369</b>	<b>371</b>	<b>99.9704</b>	<b>0.0296</b>
<b>Total</b>		<b>116156293</b>	<b>116156263</b>	<b>100</b>	<b>116155892</b>	<b>371</b>	<b>99.9997</b>	<b>0.0003</b>
Whether resolution is Pass or Not.							Yes	

Resolution No.5								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of remuneration of Cost Auditor for the financial year 2018-19					
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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253770	1225958	97.7817	1225608	350	99.9715	0.0285
	Poll		27782	2.2159	27782	0	100	0
	<b>Total</b>	<b>1253770</b>	<b>1253740</b>	<b>99.9976</b>	<b>1253390</b>	<b>350</b>	<b>99.9721</b>	<b>0.0279</b>
<b>Total</b>		<b>116156293</b>	<b>116156263</b>	<b>100</b>	<b>116155913</b>	<b>350</b>	<b>99.9997</b>	<b>0.0003</b>
Whether resolution is Pass or Not.							Yes	



Resolution No.6								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Shri Bejoy Bhasker (DIN: 08103825), as Director (Technical) 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	101952000	101952000	100	101952000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>101952000</b>	<b>101952000</b>	<b>100</b>	<b>101952000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	12950523	12950523	100	12950523	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>12950523</b>	<b>12950523</b>	<b>100</b>	<b>12950523</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	1253798	1225986	97.7818	1225706	280	99.9772	0.0228
	Poll		27782	2.2158	27782	0	100	0
	<b>Total</b>	<b>1253798</b>	<b>1253768</b>	<b>99.9976</b>	<b>1253488</b>	<b>280</b>	<b>99.9777</b>	<b>0.0223</b>
<b>Total</b>		<b>116156321</b>	<b>116156291</b>	<b>100</b>	<b>116156011</b>	<b>280</b>	<b>99.9998</b>	<b>0.0002</b>
Whether resolution is Pass or Not.							Yes	

**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR  
COCHIN SHIPYARD LIMITED**

To

Shri. Madhu S Nair  
Chairman & Managing Director  
COCHIN SHIPYARD LIMITED  
Administrative Building  
Cochin Shipyard Premises  
Perumanoor, Cochin  
Ernakulam-682015

46<sup>th</sup> Annual General Meeting of the Equity Shareholders of **COCHIN SHIPYARD LIMITED**  
held on Tuesday, the 14<sup>th</sup> day of August 2018 at 11.00 A.M at Kerala Fine Arts Society Hall,  
Foreshore Road, Pallimukku, Ernakulam -682016.

**Sub: Passing of Resolutions through Remote E-Voting and Poll conducted at the  
46<sup>th</sup> Annual General Meeting of the Equity Shareholders of COCHIN  
SHIPYARD LIMITED.**

I, CS Sreekumar P.S., Company Secretary in Practice, holding Membership No. FCS: 8130,  
and Certificate of Practice Number: 8067, Partner, SVJS & Associates, Company Secretaries,  
39/3525, Kausthubham, Manikkath Road, Ravipuram, Cochin, Kerala- 682 016, have been  
appointed as Scrutinizer for the Remote Electronic Voting and for the purpose of the Poll  
taken on the below mentioned resolutions at the 46<sup>th</sup> Annual General Meeting of the Equity  
Shareholders of COCHIN SHIPYARD LIMITED (CIN: U63032KL1972GOI002414), held on  
Tuesday, the 14<sup>th</sup> day of August 2018 at 11.00 A.M at Kerala Fine Arts Society Hall,  
Foreshore Road, Pallimukku, Ernakulam -682016.

The Company has initially appointed National Securities Depository Limited (NSDL) as the  
Service Provider for extending the facility of remote electronic voting to its shareholders.  
However, due to some technical issues encountered, NSDL was unable to extend the said  
facility to the shareholders during the period of remote e-voting. Hence the Company  
appointed Link Intime India Private Limited as the Service Provider for extending the facility  
of remote electronic voting and intimated the change to all its shareholders. The remote e-  
voting facility was available to the shareholders from Saturday, the 11<sup>th</sup> day of August 2018



*Bejoy Bhasker*  
**BEJOY BHASKER**

निदेशक (तकनीकी)  
**Director (Technical)**  
कोचीन शिपयार्ड लिमिटेड  
**Cochin Shipyard Ltd.**  
कोची / Kochi - 682 015

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(12:01 P.M) to Monday, the 13<sup>th</sup> day of August 2018 (5.00 P.M). Link Intime India Private Limited is also the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on Tuesday, the 14<sup>th</sup> day of August 2018 in the presence of two witnesses. For further details kindly refer my Scrutinizer Report on remote e-voting dated 14<sup>th</sup> August 2018 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to cast their votes through poll process. For details kindly refer to my Scrutinizer Report in Form MGT 13 dated 14<sup>th</sup> August 2018 attached herewith.

The result of the Remote E-voting together with that of the Poll is as under:

Res I.No	Subject Matter of Resolution	Particulars of Business	Votes in favor of the resolution		Votes against the resolution	
			No.	%	No.	%
<b>ORDINARY BUSINESS:</b>						
1	Adoption of a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors' and Auditors' thereon; b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors' thereon.	E-voting*	116128481	100	180	-
		Poll	27583	99.28	199	0.72
		<b>Total</b>	<b>116156064</b>	<b>100</b>	<b>379</b>	<b>-</b>
2	Declaration of Dividend for the financial year ended March 31, 2018	E-voting*	116128592	100	30	0
		Poll	27772	99.96	10	0.04
		<b>Total</b>	<b>116156364</b>	<b>100</b>	<b>40</b>	<b>-</b>





3	Re-appointment of Shri. D Paul Ranjan (DIN: 06869452), who retires by rotation	E-voting*	116128111	100	370	-
		Poll	26864	96.7	918	3.3
		<b>Total</b>	<b>116154975</b>	<b>99.999</b>	<b>1288</b>	<b>0.001</b>
4	Fixation of remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2018-19.	E-voting*	116128319	100	162	-
		Poll	27573	99.25	209	0.75
		<b>Total</b>	<b>116155892</b>	<b>100</b>	<b>371</b>	<b>-</b>
<b>SPECIAL BUSINESS (ORDINARY RESOLUTION):</b>						
5	Ratification of remuneration of Cost Auditor for the financial year 2018-19.	E-voting*	116128131	100	350	-
		Poll	27782	100	0	-
		<b>Total</b>	<b>116155913</b>	<b>100</b>	<b>350</b>	<b>-</b>
6	Appointment of Shri Bejoy Bhasker (DIN: 08103825), as Director (Technical) of the Company	E-voting*	116128229	100	280	-
		Poll	27782	100	0	-
		<b>Total</b>	<b>116156011</b>	<b>100</b>	<b>280</b>	<b>-</b>

*\*Since a technical issue was encountered at NSDL platform, the Company has intimated the same to NSDL. Despite that intimation, NSDL has not disabled the facility of remote e-voting. We have found that few shareholders have exercised their remote e-voting through NSDL and thus, the same has also been considered in this report.*

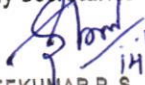


All the Resolutions stand passed under Remote E-Voting and Poll as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You

Yours faithfully

For SVJS & Associates  
Company Secretaries

  
14/8/18  
SREEKUMAR P. S.  
Partner  
CF No: 8067



Kochi

14/08/2018

**Corp. Office :** 39 /3525, Kausthubham  
Manikkath Road, Ravipuram, Kochi  
Ernakulam, Kerala, India - 682 016

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+91 484 2357039 (Corp. Office)

14/08/2018

To

Shri. Madhu S Nair  
Chairman & Managing Director  
COCHIN SHIPYARD LIMITED  
Administrative Building  
Cochin Shipyard Premises  
Perumanoor, Cochin  
Ernakulam-682015

Sir,

**Sub: Report of the Scrutinizer on Remote Electronic Voting**

I, CS Sreekumar P.S., Company Secretary in Practice, holding Membership No. FCS: 8130, and Certificate of Practice Number: 8067, Partner, SVJS & Associates, Company Secretaries, 39/3525, Kausthubham, Manikkath Road, Ravipuram, Cochin, Kerala - 682 016, have been appointed by the Board of Directors of COCHIN SHIPYARD LIMITED (CIN: U63032KL1972GOI002414) Administrative Building, Cochin Shipyard Premises, Perumanoor, Cochin, Ernakulam, Kerala - 682015 as the Scrutinizer for the Remote Electronic Voting of the resolutions included in the notice calling the 46<sup>th</sup> Annual General Meeting of the Company held on Tuesday, the 14<sup>th</sup> day of August 2018.

The Company has initially appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of remote electronic voting to its shareholders. However, due to some technical issues encountered, NSDL was unable to extend the said facility to the shareholders during the period of remote e-voting. Hence, the Company appointed Link Intime India Private Limited as the Service Provider for extending the facility of remote electronic voting and intimated the change to all its shareholders. Link Intime India Private Limited is also the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above remote electronic voting remained open to the members from Saturday, the 11<sup>th</sup> day of August 2018 (12:01 P.M) to Monday, the 13<sup>th</sup> day of August 2018 (5.00 P.M). Further the remote e-voting period was completed on the date preceding the date of Annual General Meeting.





On completion of the remote e-voting period, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on Tuesday, the 14<sup>th</sup> day of August 2018, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this report.

The following is the summary of remote e-voting result:

Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	ASSENT / IN FAVOUR OF			DISSENT/ AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes through E- voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E- voting
<b>ORDINARY BUSINESS</b>							
1	Adoption of a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors' and Auditors' thereon; b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors' thereon.	116128661*	116128481	100	85.43	180	-
2	Declaration of Dividend for the financial year ended March 31, 2018	116128622*	116128592	100	85.43	30	-
3	Re-appointment of Shri. D Paul Ranjan (DIN: 06869452), who retires by rotation	116128481*	116128111	100	85.43	370	-



4	Fixation of remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2018-19.	116128481*	116128319	100	85.43	162	-
<b>SPECIAL BUSINESS (ORDINARY RESOLUTION)</b>							
5	Ratification of remuneration of Cost Auditor for the financial year 2018-19	116128481*	116128131	100	85.43	350	-
6	Appointment of Shri Bejoy Bhasker (DIN: 08103825), as Director (Technical) of the Company	116128509*	116128229	100	85.43	280	-

*\*Since a technical issue was encountered at NSDL platform, the Company has intimated the same to NSDL. Despite that intimation, NSDL has not disabled the facility of remote e-voting. We have found that few shareholders have exercised their remote e-voting through NSDL and thus, the same has also been considered in this report.*

All resolutions stand passed under Remote E-voting as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank you

Yours faithfully

For SVJS & Associates  
Company Secretaries

*S. S. S.*  
14/8/19  
SREEKUMAR P. S.  
Partner  
CP No: 8067



Witnesses to the unblocking of votes:

*Abhijith*  
1. Abhijith  
Pudhenpura. H  
Thiruvoor P.O  
cherthala  
Pin 688532

*Sooraj P*  
2. Sooraj P  
Flat No. 89, JM-Habital,  
Sasheri Road, Vadythala,  
Kochi, Pin: 682023



**Corp. Office :** 39 /3525, Kausthubham  
Manikkath Road, Ravipuram, Kochi  
Ernakulam, Kerala, India - 682 016

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+91 484 2356449 (Regd. Office)  
+91 484 2357039 (Corp. Office)

**FORM No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To

Shri. Madhu S Nair  
Chairman & Managing Director  
COCHIN SHIPYARD LIMITED  
Administrative Building  
Cochin Shipyard Premises  
Perumanoor, Cochin  
Ernakulam-682015

46<sup>th</sup> Annual General Meeting of the Equity Shareholders of COCHIN SHIPYARD LIMITED held on Tuesday, the 14<sup>th</sup> day of August 2018 at 11.00 A.M at Kerala Fine Arts Society Hall, Foreshore Road, Pallimukku, Ernakulam -682016.

Dear Sir,

I, CS Sreekumar P.S., Company Secretary in Practice, holding Membership No. FCS: 8130, and Certificate of Practice Number: 8067, Partner, SVJS & Associates, Company Secretaries, 39/3525, Kausthubham, Manikkath Road, Ravipuram, Cochin, Kerala- 682 016 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 46<sup>th</sup> Annual General Meeting of the Equity Shareholders of COCHIN SHIPYARD LIMITED (CIN: U63032KL1972GOI002414), held on Tuesday, the 14<sup>th</sup> day of August 2018 at 11.00 A.M at Kerala Fine Arts Society Hall, Foreshore Road, Pallimukku, Ernakulam -682016, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



3. The poll papers, which were incomplete and/or otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

**(a) RESOLUTION 1:**

**Adoption of**

- a) **Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors' and Auditors' thereon;**
- b) **Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors' thereon.**

(i) Voted **in favor** 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
154	27583	99.28

(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
1	199	0.72

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664

**(b) RESOLUTION 2:**

**Declaration of Dividend for the financial year ended March 31, 2018:**

(i) Voted **in favor** 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
154	27772	99.96



(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
1	10	0.04

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664

(c) **RESOLUTION 3:**

**Re-appointment of Shri. D Paul Ranjan (DIN: 06869452), who retires by rotation:**

(i) Voted **in favor** 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
149	26864	96.70

(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
6	918	3.30

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664

(d) **RESOLUTION 4:**

**Fixation of remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2018-19:**





(i) Voted **in favor** 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
153	27573	99.25

(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
2	209	0.75

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664

(e) **RESOLUTION 5:**

**Ratification of remuneration of Cost Auditor for the financial year 2018-19**

(i) Voted **in favor** 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
155	27782	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
-	-	-

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664



(f) **RESOLUTION 6:**

**Appointment of Shri Bejoy Bhasker (DIN: 08103825), as Director (Technical) of the Company:**

(i) Voted **in favor** 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
155	27782	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
-	-	-

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	664

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
7. All resolutions stand passed under the poll as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You

Yours faithfully

For SVJS & Associates  
Company Secretaries

SREEKUMAR P. S.  
Partner  
CP No: 8067

Kochi

14/08/2018

