



Taher Sapatwala & Associates
Company Secretaries

Taher S. Sapatwala
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REPORT OF SCRUTINIZER FOR VOTING THROUGH E-VOTING ON POSTAL BALLOT
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the
Companies (Management and Administration) Rules, 2014]

To,
THE CHAIRMAN
GARWARE MARINE INDUSTRIES LIMITED
CIN: L12235MH1975PLC018481
03rd Floor, Prospect Chambers,
D. N. Road, Fort, Mumbai - 400 001

**SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH
REMOTE E-VOTING**

Dear Sir,

- A. In accordance with Sections 108 and 110 of the Companies Act, 2013 ('Act') read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, I, Taher Sapatwala, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of Garware Marine Industries Limited ('Company') at its meeting held on 27th March, 2024 for votes cast through electronic means for the postal ballot process in respect of resolutions as set out in the Postal Ballot Notice dated 27th March, 2024 ('Notice')
- B. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 ('MCA Circulars'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the items of special business as set out in the Notice was placed for approval of the members of the Company through remote e-voting only.
- C. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members, whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, 29th March, 2024 ("cut-off date").
- D. The Company has appointed Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facility to the members of the Company.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The remote e-voting period commenced from Wednesday, 10th April, 2024 at 9:00 A.M. (IST) and ended on Friday, 9th May, 2024 at 5:00 P.M. (IST) for voting through e-voting.





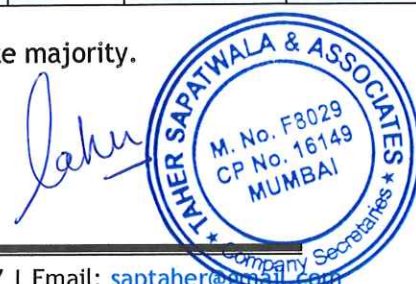
- G. As a scrutinizer for the e-voting process my responsibility is to ensure that the e-voting process through remote e-voting is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast 'in favor' or 'against', if any, to the Chairman on the resolution.
- H. Accordingly, the votes cast through remote e-voting were unblocked after the conclusion of the remote e-voting period on Friday, 9th May, 2024 at 5:00 p.m. (IST) and reconciled with the records received from Central Depository Services (India) Limited and the records maintained by the Company and its Registrar and Transfer Agents, in the presence of two witnesses who are not in the employment of the Company.
- I. 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.
- J. I hereby submit the Scrutinizer's Report on the results of the e-voting for postal ballot based on the reports downloaded from the electronic voting system by Central Depository Services (India) Limited.

RESOLUTION NO. 1 - SPECIAL RESOLUTION

APPOINTMENT OF MR. PIYUSH V. PATEL, (DIN: 09655113), AS A NON-EXECUTIVE INDEPENDENT DIRECTOR 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 favor	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]	[4]	[5]	[6]=[4]/[2]	[7]=[5]/[2]
Promoter and Promoter Group	E-Voting through Postal Ballot	2,175,213	2,059,344	94.67%	2,059,344	-	100.00%	0.00%
Public Institutions		125	-	0.00%	-	-	0.00%	0.00%
Public - Non-Institutions		3,590,846	655,284	18.25%	655,282	2	100.00%	0.00%
Total		5,766,184	2,714,628	47.08%	2,714,626	2	100.00%	0.00%

Based on the above, Item No. 1 of the Notice stands **PASSED** with requisite majority.





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The results of the voting by members in respect of the above-mentioned resolution may accordingly be declared by the Chairman of the Company.

The electronic data and all other relevant records relating to the remote e-voting will remain in my safe custody until the Chairman considers, approves, and signs the Postal Ballot Minutes and the same shall be handed over thereafter to the Chairman / Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours sincerely
For Taher Sapatwala & Associates

Company Secretary
FCS: 8029 | C.P. No. 16149
Peer Review Cert. No.: 2703/2022



Countersigned and received the report
On behalf of Garware Marine Industries Limited

Name: Pallavi P. Shedge
Designation: Company Secretary & Compliance Officer
Membership No. A-29787

UDIN: F008029F000336698

Date: 10th May, 2024

