



SEC/48/2017-63

September 29, 2021

<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>Scrip 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 49<sup>th</sup> Annual General Meeting of the Company was duly held on Wednesday, September 29, 2021 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, 2021.
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 49<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**



पंजीकृत कार्यालय : प्रशासनिक भवन, पी.ओ.बैग सं 1653, पेरुमानूर पी. ओ., कोची - 682 015  
Registered Office : Administrative Building, P.O. Bag No. 1653, Perumanoor P.O., Kochi - 682 015  
फोन / Phone : +91(484) 2361181 / 2501200 फाक्स / Fax : +91 (484) 2370897 / 2383902  
वेबसाइट / Website : [www.cochinshipyard.com](http://www.cochinshipyard.com), सीआईएन / CIN: L63032KL1972GOI002414

**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)	29-09-2021
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	29-09-2021

### Voting results

Record date	22-09-2021
Total number of shareholders on record date	170559
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	84
No. of resolution passed in the meeting	6
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, 2021, 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
Public- Institutions	E-Voting	10196524	6274450	61.5352	6210554	63896	98.9816	1.0184
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6274450	61.5352	6210554	63896	98.9816
Public- Non Institutions	E-Voting	25500402	97028	0.3805	95266	1762	98.184	1.816
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	98943	0.388	97181	1762	98.2192
Total		131540390	102216857	77.7076	102151199	65658	99.9358	0.0642
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, 2021, 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	10196524	6274450	61.5352	6210554	63896	98.9816	1.0184
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6274450	61.5352	6210554	63896	98.9816
Public- Non Institutions	E-Voting	25500402	96843	0.3798	94982	1861	98.0783	1.9217
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	98758	0.3873	96897	1861	98.1156
Total		131540390	102216672	77.7074	102150915	65757	99.9357	0.0643
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.

<b>Details of Invalid Votes</b>	
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.9.00 (90%) per equity share and second interim dividend of Rs. 4.00 (40%) per equity share and to declare final dividend of Rs.2.50 (25%) per equity share (face value Rs. 10/-) for the financial year 2020-21.				
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	10196524	6445520	63.2129	6445520	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6445520	63.2129	6445520	0	100
Public-Non Institutions	E-Voting	25500402	97008	0.3804	95151	1857	98.0857	1.9143
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	98923	0.3879	97066	1857	98.1228
Total		131540390	102387907	77.8376	102386050	1857	99.9982	0.0018
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 Bejoy Bhasker (DIN: 08103825), 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	10196524	6445520	63.2129	5270654	1174866	81.7724	18.2276
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6445520	63.2129	5270654	1174866	81.7724
Public- Non Institutions	E-Voting	25500402	96004	0.3765	92058	3946	95.8898	4.1102
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	97919	0.384	93973	3946	95.9701
Total		131540390	102386903	77.8369	101208091	1178812	98.8487	1.1513
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 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
Public- Institutions	E-Voting	10196524	6445520	63.2129	6284824	160696	97.5069	2.4931
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6445520	63.2129	6284824	160696	97.5069
Public- Non Institutions	E-Voting	25500402	96040	0.3766	93603	2437	97.4625	2.5375
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	97955	0.3841	95518	2437	97.5121
Total		131540390	102386939	77.8369	102223806	163133	99.8407	0.1593
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 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
Public- Institutions	E-Voting	10196524	6445520	63.2129	6445520	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10196524	6445520	63.2129	6445520	0	100
Public- Non Institutions	E-Voting	25500402	96484	0.3784	93674	2810	97.0876	2.9124
	Poll		1915	0.0075	1915	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25500402	98399	0.3859	95589	2810	97.1443
Total		131540390	102387383	77.8372	102384573	2810	99.9973	0.0027
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 49<sup>th</sup> Annual General Meeting ("AGM") of the Members of Cochin Shipyard Limited held on Wednesday, September 29, 2021, 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 in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and as per MCA General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system at the 49<sup>th</sup> Annual General Meeting ("AGM") of the Company conducted through VC and OAVM in respect of the Resolutions as set out in the Notice convening the 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").
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on Wednesday, September 22, 2021 ("cut-off date").
3. The period for remote e-voting commenced on Sunday, September 26, 2021 at 9:00 a.m. (IST) and ended on Tuesday, September 28, 2021 at 5:00 p.m. (IST). The Remote e-voting module was disabled by NSDL for voting thereafter.

Page 1 of 3



4. The 49<sup>th</sup> AGM of the Company held through VC / OAVM means, on September 29<sup>th</sup>, 2021, 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. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Jithin Sukumaran and Mr. Shafin K Salim 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, 2021 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 of the 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. 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: F009609C001035238



Place: Cochin  
Date: September 29<sup>th</sup>, 2021

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 29.09.2021.



Name : Mr. Jithin Sukumaran  
Address : Muttathukudiyil House,  
Kadavoor,PO,Muvattupuzha,  
Kerala -686671

Name : Mr. Shafin K Salim  
Address : Kappuchalil House,  
Pindimana P.O, Vettilappara,  
Kothamangalam, Ernakulam,  
Kerala -686692

Countersigned by

Mr/ Madhu S Nair  
Chairman & Managing Director  
Cochin Shipyards Limited

मधु एस नायर  
MADHU S NAIR  
अध्यक्ष एवं प्रबंध निदेशक  
Chairman & Managing Director  
कोचीन शिपयार्ड लिमिटेड  
Cochin Shipyards Limited  
कोच्ची / Kochi - 682 015

Annexure to the report

**Item No. 1: Ordinary Resolution**

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2021, 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(+)	723	102,149,284	12	1,915	735	102,151,199	99.9358%
Votes against the resolution	26	65,658	0	0	26	65,658	0.0642%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 2: Ordinary Resolution**

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2021, 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	718	102,149,000	12	1,915	730	102,150,915	99.9357%
Votes against the resolution	29	65,757	0	0	29	65,757	0.0643%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 3: Ordinary Resolution**

To confirm the payment of first interim dividend of Rs.9.00 (90%) per equity share and second interim dividend of Rs. 4.00 (40%) per equity share and to declare final dividend of Rs.2.50 (25%) per equity share (face value Rs. 10/-) for the financial year 2020-21.

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	724	102,384,135	12	1,915	736	102,386,050	99.9982%
Votes against the resolution	27	1,857	0	0	27	1,857	0.0018%
Invalid votes/Abstained	-	-	-	-	-	-	-

**Item No. 4: Ordinary Resolution**

To appoint a Director in place of Shri Bejoy Bhasker (DIN: 08103825), 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	663	101,206,176	12	1,915	675	101,208,091	98.8487%
Votes against the resolution	83	1,178,812	0	0	83	1,178,812	1.1513%
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 2021-22.

Particulars	Remote e-voting		Voting through electronic voting system		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(*)	703	102,221,891	12	1,915	715	102,223,806	99.8407%
Votes against the resolution	39	163133	0	0	39	163,133	0.1593%
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 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	701	102,382,658	12	1,915	713	102,384,573	99.9973%
Votes against the resolution	45	2,810	0	0	45	2,810	0.0027%
Invalid votes/Abstained	-	-	-	-	-	-	-

